

**STRICTLY PRIVATE AND CONFIDENTIAL**

The Directors  
Amec Foster Wheeler plc  
4th Floor, Old Change House  
128 Queen Victoria Street  
London EV4V 4BJ  
United Kingdom

13 March 2017

Dear Sirs,

**Amec Foster Wheeler plc ("Amec Foster Wheeler" or the "Company")**

**Recommended acquisition of Amec Foster Wheeler plc by John Wood Group plc**

We refer to the announcement that Amec Foster Wheeler has reached agreement with John Wood Group plc ("Wood Group") on the terms of a recommended acquisition of the Company by Wood Group dated 13 March 2017 (the "Announcement") to be released in connection with the above transaction pursuant to Rule 2.7 of the City Code on Takeovers and Mergers.

Goldman Sachs International hereby gives its consent to the inclusion in the Announcement of its name, and references thereto, in the form and context in which it appears.

Yours faithfully



for and on behalf of Goldman Sachs International