

The Directors
Amec Foster Wheeler plc
Old Change House
128 Queen Victoria Street
London
EC4V 4BJ

13 March 2017

Recommended Share Offer for Amec Foster Wheeler plc (“AMFW”) by John Wood Group plc (“Wood Group”)

Dear Sirs,

We consent to the issue of the announcement by Wood Group issued under Rule 2.7 of the City Code on Takeovers and Mergers to be dated 13 March 2017 (the “Document”) with the references made in it to our name in the form and context in which they appear.

We attach, for the purposes of identification, an initialed copy of the Document in substantially final form.

Yours faithfully,
for and on behalf of Merrill Lynch International



Geoff Iles
Managing Director, Investment Banking