



Compensation Interim Statement

5 December 2018

WPP plc (the 'Company') is publishing this interim statement in response to notification of the Company's inclusion in the Investment Association's Public Register of listed companies that received opposition of more than 20% on any resolution in a General Meeting.

At the 2018 AGM, a vote of 72.75% was received in favour of the 2017 Compensation Committee report. Whilst this report details compensation paid and decisions made in relation to the 2017 performance year, we understand the reason for the significant vote against the report was primarily discontent around the non-disclosure of the details and outcome of an investigation into an allegation of personal misconduct by Sir Martin Sorrell, the terms of his 2008 employment agreement, his subsequent resignation in April 2018, his contractual treatment as a retiree and the "good leaver" treatment of his outstanding share awards.

The Chairman and the Company have engaged extensively with shareowners on the obligations of the Company and the historic and unique nature of the 2008 employment agreement, which have not been replicated in the employment terms of the new CEO of the Company.

We look forward to engaging further with shareholders over the coming months.

For and on behalf of WPP plc

Sir John Hood
Chairman of the Compensation Committee