The Chairman
WPP PLC

Dear Sir,

As scrutineer appointed for the purpose of the Poll taken at the Annual General Meeting of the Members of the Company held on 12 June 2013 I HEREBY CERTIFY that the result of the Poll is correctly set out as follows:-

|  | VOTES <br> FOR | $\%$ | VOTES <br> AGAINST | $\%$ | VOTES <br> TOTAL | $\%$ of ISC <br> VOTED | VOTES <br> WITHHELD |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: | ---: |
| Resolution 1 | $981,082,963$ | 99.920 | 782,208 | 0.080 | $981,865,171$ | $73.74 \%$ | $4,963,367$ |
| Resolution 2 | $982,418,851$ | 99.999 | 12,515 | 0.001 | $982,431,366$ | $73.78 \%$ | $4,397,422$ |
| Resolution 3 | $725,366,040$ | 80.580 | $174,811,202$ | 19.420 | $900,177,242$ | $67.60 \%$ | $86,651,380$ |
| Resolution 4 | $981,950,411$ | 99.996 | 38,176 | 0.004 | $981,988,587$ | $73.74 \%$ | $4,840,201$ |
| Resolution 5 | $912,299,869$ | 93.460 | $63,842,073$ | 6.540 | $976,141,942$ | $73.31 \%$ | $10,686,845$ |
| Resolution 6 | $906,405,202$ | 92.524 | $73,241,700$ | 7.476 | $979,646,902$ | $73.57 \%$ | $7,181,886$ |
| Resolution 7 | $897,797,315$ | 91.549 | $82,874,800$ | 8.451 | $980,672,115$ | $73.65 \%$ | $6,156,672$ |
| Resolution 8 | $889,239,233$ | 90.653 | $91,685,388$ | 9.347 | $980,924,621$ | $73.66 \%$ | $5,904,167$ |
| Resolution 9 | $647,633,456$ | 66.952 | $319,679,212$ | 33.048 | $967,312,668$ | $72.64 \%$ | $19,516,119$ |
| Resolution 10 | $982,291,639$ | 99.994 | 62,353 | 0.006 | $982,353,992$ | $73.77 \%$ | $4,474,796$ |
| Resolution 11 | $982,087,511$ | 99.972 | 271,106 | 0.028 | $982,358,617$ | $73.77 \%$ | $4,470,171$ |
| Resolution 12 | $918,125,344$ | 93.461 | $64,232,968$ | 6.539 | $982,358,312$ | $73.77 \%$ | $4,470,476$ |
| Resolution 13 | $924,392,899$ | 94.100 | $57,961,124$ | 5.900 | $982,354,023$ | $73.77 \%$ | $4,474,765$ |
| Resolution 14 | $981,049,927$ | 99.979 | 205,194 | 0.021 | $981,255,121$ | $73.69 \%$ | $5,573,667$ |
| Resolution 15 | $974,356,434$ | 99.186 | $7,997,094$ | 0.814 | $982,353,528$ | $73.77 \%$ | $4,475,260$ |
| Resolution 16 | $978,432,195$ | 99.601 | $3,923,223$ | 0.399 | $982,355,418$ | $73.77 \%$ | $4,473,370$ |
| Resolution 17 | $981,068,714$ | 99.869 | $1,282,539$ | 0.131 | $982,351,253$ | $73.77 \%$ | $4,477,535$ |
| Resolution 18 | $973,424,000$ | 99.722 | $2,718,473$ | 0.278 | $976,142,473$ | $73.31 \%$ | $10,686,314$ |
| Resolution 19 | $982,236,507$ | 99.986 | 139,578 | 0.014 | $982,376,085$ | $73.77 \%$ | $4,452,596$ |
| Resolution 20 | $964,360,410$ | 99.061 | $9,144,300$ | 0.939 | $973,504,710$ | $73.11 \%$ | $13,324,077$ |
| Resolution 21 | $964,635,681$ | 98.919 | $10,537,503$ | 1.081 | $975,173,184$ | $73.23 \%$ | $11,655,004$ |
| Resolution 22 | $798,616,899$ | 83.622 | $156,420,404$ | 16.378 | $955,037,303$ | $71.72 \%$ | $31,791,484$ |
| Resolution 23 | $981,111,353$ | 99.871 | $1,266,851$ | 0.129 | $982,378,204$ | $73.77 \%$ | $4,450,584$ |
| Resolution 24 | $966,822,159$ | 98.425 | $15,474,552$ | 1.575 | $982,296,711$ | $73.77 \%$ | $4,530,077$ |

Yours faithfully,

