

INDEPENDENT LIMITED ASSURANCE REPORT TO THE DIRECTORS OF WPP PLC ON SELECTED ESG PERFORMANCE METRICS

The Board of Directors of WPP plc ("WPP") engaged us to obtain limited assurance on the selected ESG performance metrics for the year ended 31st December 2021 (together the "Subject Matter Information") as defined below and marked with the symbol  within the 'WPP sustainability report 2021', the 'Annual Report & Accounts 2021' and/or the 'WPP ESG Metrics Tables 2021.pdf' on the webpage wpp.com/sustainability/sustainability-report-2021/WPP-ESG-Metrics-Tables-2021¹ (as specified within the 'Subject Matter Information' table below), in each case for the year ended 31st December 2021 (together, the "Reports").

Our assurance conclusion does not extend to information in respect of earlier periods or to any other information included in, or linked from, the Reports including any images, audio files or videos.

OUR QUALIFIED LIMITED ASSURANCE CONCLUSION

Except for the possible effect of the matter referred under the 'Basis for qualified conclusion' paragraph below, based on the procedures we have performed, as described under the 'Summary of work performed as the basis for our assurance conclusion' and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Subject Matter Information as defined below and marked with the symbol  in the Reports for the year ended 31st December 2021 has not been prepared, in all material respects, in accordance with the Reporting Criteria referenced in the 'Subject Matter Information and Reporting Criteria' section below.

BASIS FOR QUALIFIED CONCLUSION – AIR TRAVEL DATA

In respect of the performance metrics 'Total air miles travelled', 'Total air miles travelled per person', 'Air travel emissions' and 'Total reduction in business air travel emissions year on year', we identified the inconsistent application of the Reporting Criteria in multiple territories, resulting in a lack of sufficient appropriate evidence on which to base our assurance conclusion.

SUBJECT MATTER INFORMATION AND REPORTING CRITERIA

The Subject Matter Information needs to be read and understood together with the Reporting Criteria available at wpp.com/sustainability/sustainability-report-2021/wpp-sustainability-reporting-criteria-2021, which WPP is solely responsible for selecting and applying. The location of the Subject Matter Information between the Reports is shown via the symbol .

Subject Matter Information	Annual Report & Accounts 2021	WPP sustainability report 2021	WPP ESG metrics tables 2021.pdf on the webpage wpp.com/sustainability/sustainability-report-2021/WPP-ESG-Metrics-Tables-2021 ¹
Gender balance of Board and Executive Leaders: Female 39%; Male 61%			
Gender balance of Total employees: Female 56%; Male 44%			
Age diversity: 19 or under 1%; 20–29 35%; 30–39 38%; 40–49 18%; 50–59 7%; 60 and over 2%			
Total investment in inclusion programmes as part of our commitment to invest \$30m over three years (in USD\$ million spend in the year): \$5.9m			
Workforce ethnicity data for the UK: – Board Members or Executive Leaders: Asian 5%, Black 1.2%, Mixed/Multiple Ethnic Groups 1.6%, Other Ethnic Group 2.6%, White 80.0%, Unknown or Undisclosed 9.7% – Senior Managers: Asian 6.4%, Black 2.5%, Mixed/Multiple Ethnic Groups 2.4%, Other Ethnic Group 2.3%, White 76.2%, Unknown or Undisclosed 10.1% – Other employees: Asian 9.1% Black 4.7%, Mixed/Multiple Ethnic Groups 3.2%, Other Ethnic Group 4.0%, White 60.7%, Unknown or Undisclosed 18.3% – All staff: Asian 8.4%, Black 4.2%, Mixed/Multiple Ethnic Groups 3.0%, Other Ethnic Group 3.6%, White 64.5%, Unknown or Undisclosed 16.4%			
Subtotal Scope 1 emissions: 10,138 TCO2e			
Scope 2 location-based emissions: 55,990 TCO2e			
Total air miles travelled: 39.6 million miles			
Total air miles travelled per person: 362 miles per person			
Business air travel emissions: 11,421 TCO2e			
Total reduction in business air travel emissions year on year: 51 %			

INHERENT LIMITATIONS

The absence of a significant body of established practice on which to draw to evaluate and measure non-financial information allows for different, but acceptable, evaluation and measurement techniques that can affect comparability between entities and over time.

Non-financial performance information is subject to more inherent limitations than financial information, given the characteristics of the underlying subject matter and the methods used for determining such information. The precision of different measurement techniques may also vary.

RESPONSIBILITIES OF WPP'S DIRECTORS

The Directors of WPP plc are responsible for:

- determining appropriate reporting topics and selecting or establishing suitable criteria for measuring or evaluating the underlying subject matter;
- ensuring that those criteria are relevant and appropriate to WPP and the intended users of the Reports;
- the preparation of the Subject Matter Information in accordance with the Reporting Criteria including designing, implementing and maintaining systems, processes and internal controls over information relevant to the evaluation or measurement of the Subject Matter Information, which is free from material misstatement, whether due to fraud or error, against the Reporting Criteria; and

¹ The maintenance and integrity of WPP plc's website is the responsibility of the Directors; the work carried out by us does not involve consideration of these matters and, accordingly, we accept no responsibility for any changes that may have occurred to the reported Subject Matter Information or Reporting Criteria when presented on WPP's website.

- producing the Reports, including underlying information and a statement of Directors' responsibility, which provides accurate, balanced reflection of WPP's performance in this area and discloses, with supporting rationale, matters relevant to the intended users of the Reports.

OUR RESPONSIBILITIES

We are responsible for:

- planning and performing the engagement to obtain limited assurance about whether the Subject Matter Information is free from material misstatement, whether due to fraud or error;
- forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- reporting our conclusion to the Directors of WPP.

PROFESSIONAL STANDARDS APPLIED

We performed a limited assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised) 'Assurance Engagements other than Audits or Reviews of Historical Financial Information' and, in respect of the greenhouse gas emissions, in accordance with International Standard on Assurance Engagements 3410 'Assurance engagements on greenhouse gas statements', issued by the International Auditing and Assurance Standards Board.

OUR INDEPENDENCE AND QUALITY CONTROL

We have complied with the Institute of Chartered Accountants in England and Wales Code of Ethics, which includes independence and other requirements founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour, that are at least as demanding as the applicable provisions of the International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards).

We apply International Standard on Quality Control (UK) 1 and accordingly maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

SUMMARY OF WORK PERFORMED AS THE BASIS FOR OUR ASSURANCE CONCLUSION

In carrying out our limited assurance engagement we:

- considered the suitability in the circumstances of WPP's use of the Reporting Criteria, as the basis for preparing the Subject Matter Information;
- through inquiries with WPP's management, including the Group sustainability team and those with responsibility for sustainability management and reporting, obtained an understanding of WPP's control environment, processes and systems relevant to the preparation of the Subject Matter Information;
- evaluated whether WPP's methods for developing estimates are appropriate and had been consistently applied;
- undertook virtual site visits at eight of WPP's reporting units (supplemented by further testing in relation to other reporting units where required for certain metrics); we selected these sites based on their inherent risk and materiality to the group;
- performed limited substantive testing on a selective basis of the Subject Matter Information at corporate head office and in relation to the selected reporting units to check that underlying information had been appropriately evaluated or measured, recorded, collated and reported;
- performed analytical procedures by comparing month on month or year on year movements and trends and made inquiries of management to obtain explanations for significant differences we identified; and
- considered the disclosure and presentation of the Subject Matter Information.

Our procedures did not include evaluating the suitability of design or operating effectiveness of control activities, testing the data on which the estimates are based or separately developing our own estimates against which to evaluate WPP's estimates.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

OTHER INFORMATION

The other information comprises all of the information in the Reports other than the Subject Matter Information and our assurance report. The directors are responsible for the other information. As explained above, our assurance conclusion does not extend to the other information and, accordingly, we do not express any form of assurance thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Subject Matter Information or our knowledge obtained during the assurance engagement, or otherwise appears to contain a material misstatement of fact. If we identify an apparent material inconsistency or material misstatement of fact, we are required to perform procedures to conclude whether there is a material misstatement of the Subject Matter Information or a material misstatement of the other information, and to take appropriate actions in the circumstances.

USE AND DISTRIBUTION OF OUR REPORT

This report, including our conclusion, has been prepared solely for the Board of Directors of WPP in accordance with the agreement between us dated 10th November 2021, as amended (the "agreement"). Our report must not be made available to any other party save as set out in the agreement. To the fullest extent permitted by law, we do not accept or assume responsibility or liability to anyone other than the Board of Directors and WPP plc for our work or this report except where terms are expressly agreed between us in writing.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Chartered Accountants
London
31st March 2021

