



ANNUAL GENERAL MEETING HELD ON 30TH September 2020 AT 11:00AM POLL RESULTS

The Board of Directors of WPP SCANGROUP PLC is pleased to announce the results of voting for the resolution that was put forward for determination by shareholders at the Annual General Meeting held on Wednesday 30th September 2020.

	Resolution	In Favour	% In Favour	Against	% Against	Abstained	Verdict
1	To receive and, if approved, adopt the audited Balance Sheet and Accounts for the year ended 31 December 2019, together with the Chairman's, the Directors' and Auditor's Reports thereon.	308,698,946	100.00%	8,600	0.00%	136,280	PASSED
2	To ratify the special interim dividend totaling to KShs. 3,457,247,880.00 (on 432,155,985 shares @ 8 per share) declared by the Directors on 6th July 2020 and paid on or before 28th August 2020 and note that the Directors do not recommend the payment of a dividend for the financial year ended 31st December 2019.	308,815,266	100.00%	11,620	0.00%	16,940	PASSED
3	Approve the election of Mr. Richard Omwela who retires by rotation in accordance with Article 93 of the Company's Articles of Association and, being eligible, offers himself for re-election.	308,506,126	99.97%	83,100	0.03%	254,600	PASSED
4	In accordance with the provisions of Section 769 of the Companies Act, 2015 the following Directors, being members of the Group Board Audit & Risk Committee be elected to continue to serve as members of the said Committee: -Mr. Pratul Shah, Mr. Richard Omwela and Mr. Jonathan Neil Eggar	308,671,286	99.97%	77,500	0.03%	95,040	PASSED
5	Approve the Directors Remuneration Report and Remuneration for the year ended 31/12/19	308,635,741	99.99%	41,600	0.01%	166,485	PASSED
6	Appoint Deloitte & Touche as the auditors for the ensuing year and authorize Directors to fix their remuneration	308,711,346	99.99%	25,580	0.01%	106,900	PASSED
7	1. Amendment of the Articles of Association of the Company: Special Resolution To consider and if thought fit to pass the following Special Resolution: To amend the Articles of Association of the Company by adding the following Article immediately after Article 64A.2 64A ATTENDANCE OF A GENERAL MEETING BY ELECTRONIC MEANS 64A.1 In the case of any general meeting, the Board may resolve to and make arrangements for simultaneous attendance and participation by electronic means allowing persons not present together at the same place to attend, speak and vote at the meeting. The arrangements for simultaneous attendance and participation at any place at which persons are participating, using electronic means may include arrangements for controlling or regulating the level of attendance at any particular venue provided that such arrangements shall operate so that all members and proxies wishing to attend the meeting are able to attend at one or other of the venues, including venues chosen by such persons individually. 64A.2 The members or proxies at the place or places at which persons are participating via electronic means shall be counted in the quorum for, and be entitled to vote at, the general meeting in question, and that meeting shall be duly constituted and its proceedings valid if the Chairman of the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that the members or proxies attending at the place or places at which persons are participating via electronic means are able to: a) participate in the business for which the meeting has been convened; and b) see and hear all persons who speak (whether through the use of microphones, loud speakers, computer, audio-visual communication equipment or otherwise, whether in use when these Articles are adopted or developed subsequently) in the place at which persons are participating and any other place at which persons are participating via electronic means.	308,778,579	99.99%	26,905	0.01%	38,342	PASSED

BY THE ORDER OF THE BOARD

Reuben Mwangi
COMPANY SECRETARY