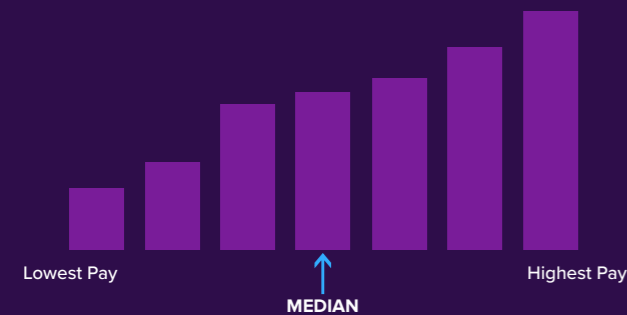


GENDER PAY GAP REPORT

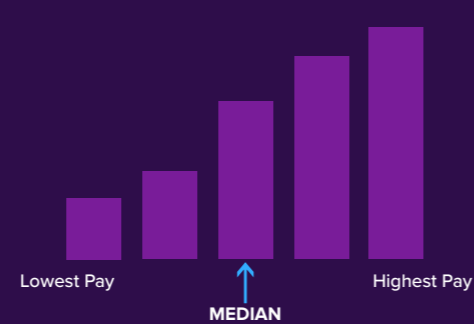
2019 & 2020

MEDIAN AND MEAN

FEMALE MEDIAN



MALE MEDIAN



FEMALE MEAN

TOTAL HOURLY PAY
OF FEMALE EMPLOYEES

NUMBER OF
FEMALE EMPLOYEES

Under the Gender Pay Gap legislation organisations with 250 employees or more are required to report on the percentage difference in average pay between men and women at all levels for hourly pay and total bonus pay. We are required to report on two average calculations, mean and median, to give a better representation of an organisation's pay gap along with the % of male and female at each quartile, and the % of each gender that received a bonus.

MALE MEAN

TOTAL HOURLY PAY
OF MALE EMPLOYEES

NUMBER OF
MALE EMPLOYEES

Median: The median is calculated by lining up all the pay for every employee of each gender in numerical order and finding the middle number in that line for each gender.

Mean: The mean is calculated by adding up the pay for every employee of each gender and then dividing by the number of that gender. This is what most people would refer to as the 'average'

INTRODUCTION

This is our fourth year of gender pay gap reporting and we are pleased to say that the overall trend is positive.

We are happy to report that we have managed to improve our overall pay gap from 23.32% (mean) / 16.88% (median) in 2019 to 22.08% (mean) / 15.17% (median) in 2020 for Mindshare employees in the UK, which covers both our UK and WW operations. Our mean bonus gap has also reduced, from 45.60% in 2019 to 36.44% in 2020, whilst the median bonus gap has increased slightly (from 10.0% to 11.1%).

Our overall gender split across the business has also seen a positive trend. Since we started to report our gender pay gap in 2017 we have seen the percentage of women in the fourth quartile, which is the highest paid quartile, rise from 40% in 2017 to 48% in 2020, with a 2% rise recorded in the past year.

In fact, the percentage of female employees across all quartiles has risen since we first began reporting in 2017 as more women than men have joined the business. However, our fourth quartile is still largely responsible for our pay gap due to it still having more men than women and is where we need to continue to concentrate our efforts.

We are proud that as a global network Mindshare has 51.6% female representation at board / executive level and that 58.8% of our employees are women. However, we know that there is lots more to do, which is why we have multiple policies and programmes in place to try and tackle the underlying societal and business issues that cause the gender pay gap. These include initiatives like shared parental policies, equal opportunity promotions, unconscious bias training, female leadership programmes, flexible working policies and support for those who have been out of the workplace for a long period. You can read about these and more later in this report.

We are an inclusive employer and believe discrimination, oppression and inequities towards people of different race, ethnicity, gender, sexuality, abilities, age or any other differences, are unacceptable and have no place

in the world or within our Mindshare family. We strive for an environment where everyone is treated fairly and respectfully, has equal access to opportunities and resources, where everyone can have their voice heard and can contribute to the organisation's success.

We are both committed to doing everything we can to close the gender pay gap and will continue to measure and monitor our performance as well as introducing the policies and initiatives that are required.

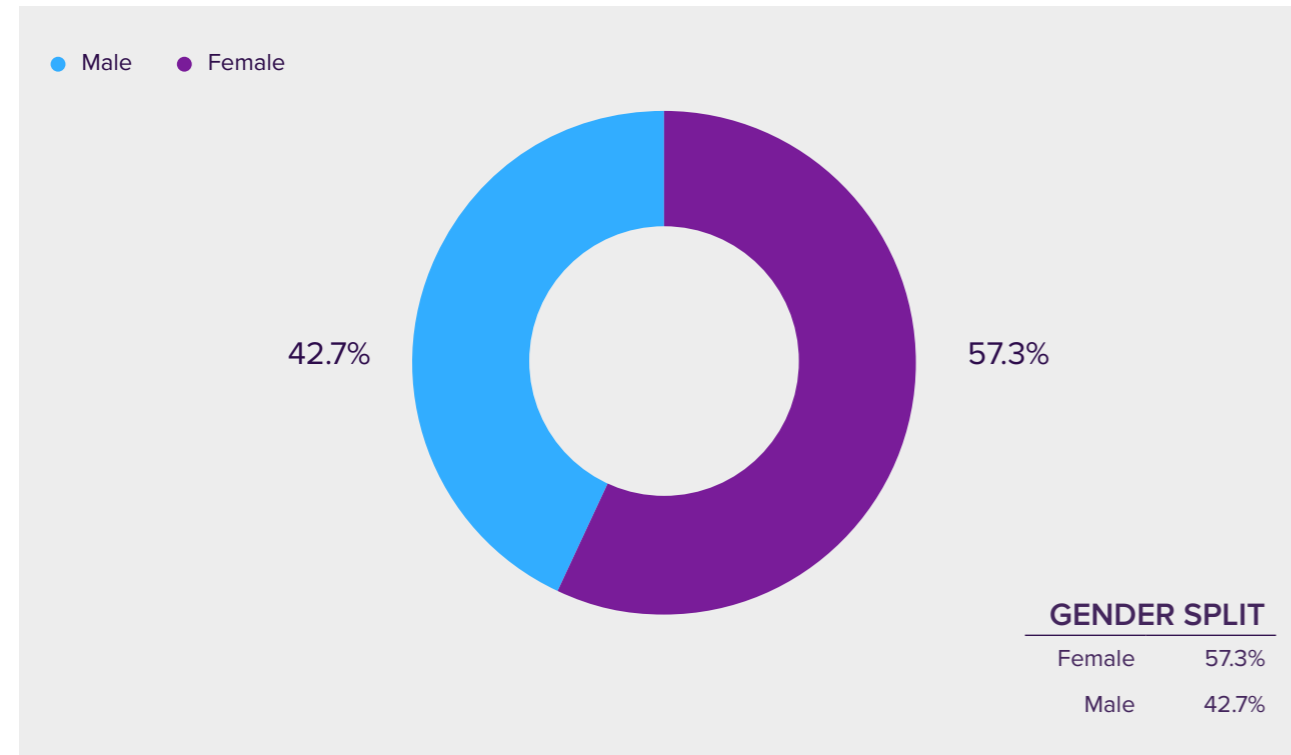
DECLARATION

Helen McRae
WW CEO and CEO,
Mindshare Europe

Jem Lloyd-Williams
UK CEO

TOTAL MINDSHARE EMPLOYEES

as of 5th April 2020



TOTAL MINDSHARE EMPLOYEES 2019 & 2020

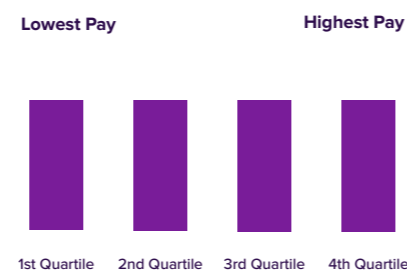
	Male	Female
2019	43.3%	56.7%
2020	42.7%	57.3%

GENDER PAY REPORTING MINDSHARE UK AND WW

Gender Pay reporting measures the difference in the hourly pay between all men and women in an organisation and the gender balance at the different levels of an organisation. This is different from equal pay, which is the legal requirement for people carrying out the same or similar work to be paid equally, regardless of gender and which has been law in the UK since 1970 through the Equal Pay Act. An imbalance of gender at different levels causes

a gender pay gap and is a consequence of a whole host of factors, both from within an organisation and in society as a whole.

Mindshare is required to report on figures including our own UK based employees and UK-based employees in GroupM Global and GroupM EMEA Regional Management. In this report we present the figures Mindshare UK based employees only, with our legal reporting requirements included in the last section of this report on page 8.



PAY GAP EXPLANATION

Mindshare in the UK is comprised of two offices, Mindshare Worldwide (the global head office and global client focussed) and Mindshare UK (UK client focussed), as such we have several senior roles that have a global leadership remit included in our figures which are filled proportionately by more men.

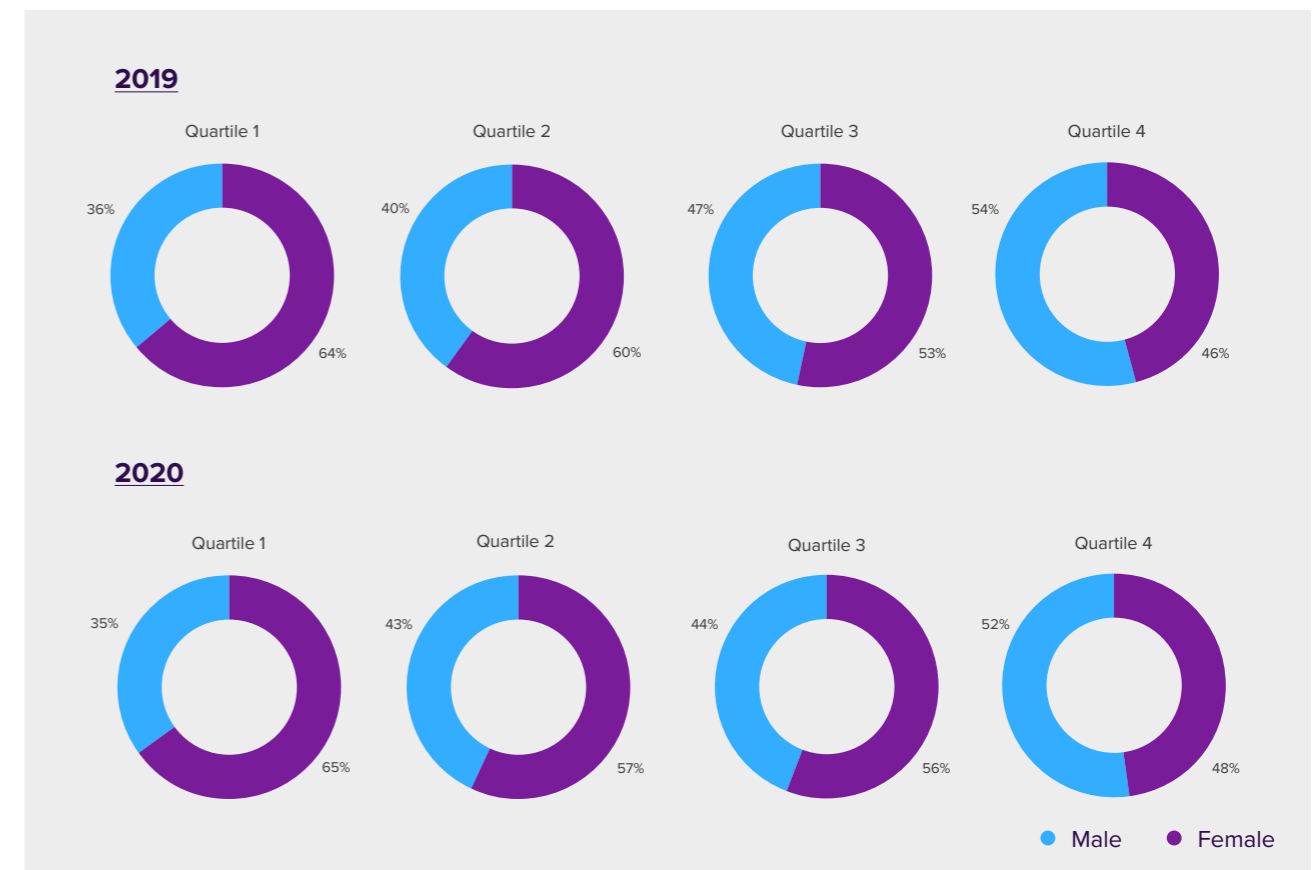
Since we started Gender Pay reporting in 2017, we have continued to grow our overall headcount, with women increasing at a faster rate than men, particularly in the lower quartiles. This pace slowed in the latest year, with the total number of female employees increasing from 56.7% to 57.3% in 2020. This continues to contribute to a top-heavy bias in our organisational structure which can be seen in our quartiles. This quartile bias is the main contributing factor to our gender pay gap.

Since 2017, we have seen an 8% increase in women in the 4th quartile, and a 2% increase from last year (2019). This is driven in part by a higher number of women

being promoted to the 4th quartile (although overall the promotion rate of men and women across the company is equal) and more men leaving the business from the 4th quartile. This year we have also seen a decrease in the number of women leaving the 4th quartile in comparison to men. However, the 4th quartile still remains the only quartile where we have more men than women. Progress in the 4th quartile is the main reason for the positive reduction of our overall pay gap this year.

MINDSHARE HOURLY PAY GAP

	Mean	Median
2019	23.32%	16.88%
2020	22.08%	15.17%



Pay Quartiles: Shows the proportion of men and women when the workforce is divided up equally into four parts based upon hourly pay (quartiles).

BONUS GAP EXPLANATION

Due to our top-heavy structure, the mean bonus gap is significantly larger than the pay gap because in more senior roles, which are more frequently held by men than women, bonuses (which include share plans that are wholly performance based) represent a greater proportion of overall remuneration.

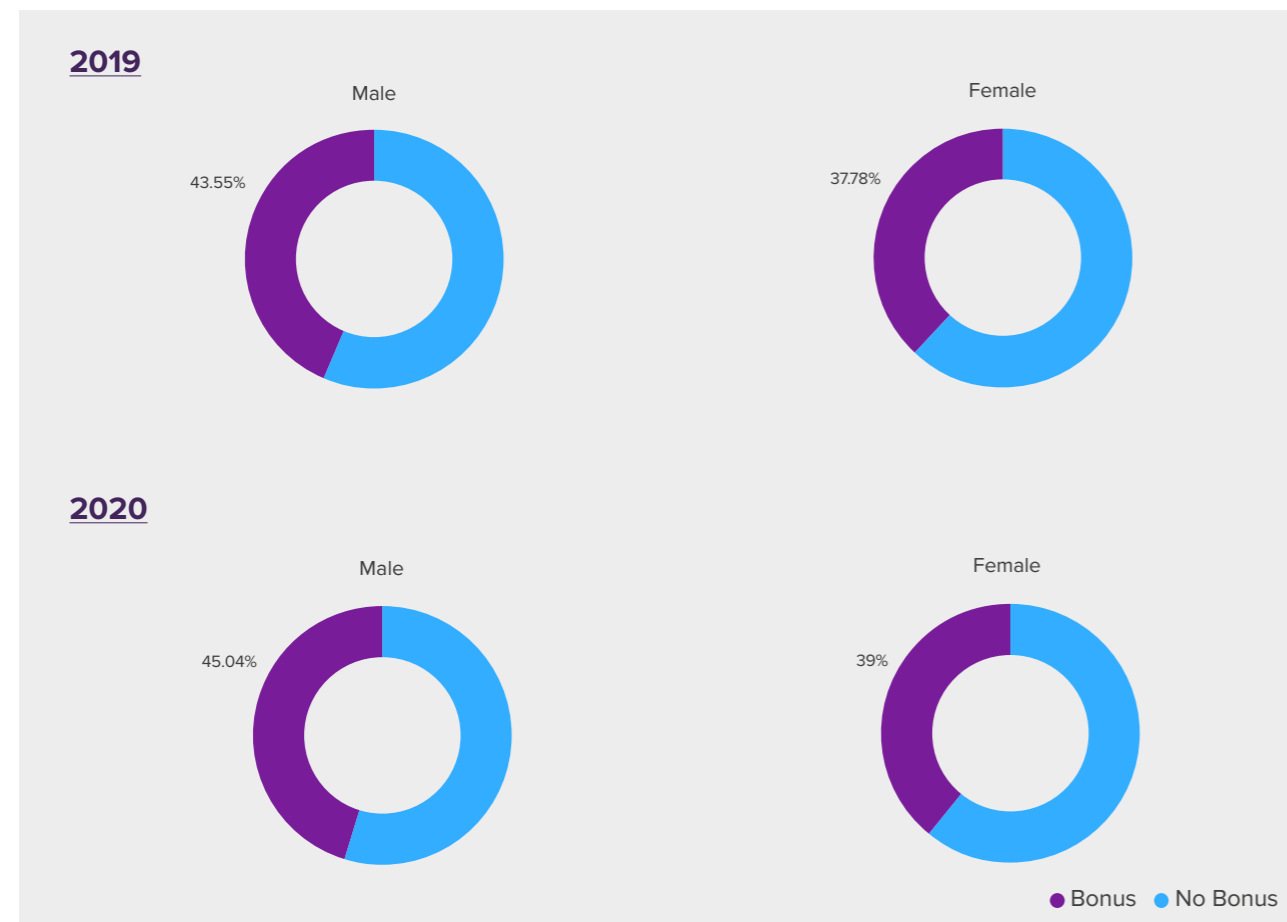
The increase of women in the 4th quartile has contributed to the positive reduction of the mean bonus pay gap for Mindshare in 2020. Since 2017, we are pleased that our mean bonus gap has reduced by 30%, however our median bonus gap has increased by 9%. As we have continued to grow our overall headcount, with the number of women increasing at a faster rate than men particularly in the lower quartiles, this has had the effect of increasing our median bonus gap.

MINDSHARE BONUS PAY GAP

	Mean	Median
2019	45.60%	10.00%
2020	36.44%	11.11%

% RECEIVING A BONUS

	Male	Female
2019	43.55%	37.78%
2020	45.04%	39.00%



% Receiving a bonus: The percentage of men and women at Mindshare who received a bonus in the 12 months preceding 5th April 2020.

WHAT IS MINDSHARE DOING ABOUT THE GENDER PAY GAP?

We will achieve our ambition through Mindshare Collective, which aims to drive productive conversations, visible change and employee-driven actions centred on intersectional diversity in markets, in regions and globally to cultivate a working environment diverse in representation and thought. A workplace that promotes and celebrates inclusivity for Mindshare, for our clients and for the industry and provides equitable opportunities to all. Mindshare Collective achieves this through a focus on: People, Agency, Clients and Industry. A 'Global Collective Council' has been formed to work with both the leadership of the agency to devise policy and strategy to implement at Mindshare and also to work with the wider GroupM and WPP DE&I teams to help steer the GroupM and WPP approach where appropriate. The council membership will rotate annually.

In addition to the Mindshare Collective we continue to:

Shared Parental Policies: Alongside flexible working, and our enhanced maternity and paternity policies, we also operate enhanced shared parental policies. We increased our enhanced maternity and paternity pay and enhanced our shared parental pay so that it mirrors our maternity policy.

Equal Opportunity Promotions: We implemented a formal promotion process, where every open position below partner level is advertised for a minimum of 7 days giving everyone equal opportunity to apply for all roles – meaning every single role will be advertised internally and candidates assessed equally and fairly.

Unconscious Bias Training: We have continued to offer mandatory unconscious bias training to all our staff and our manager training programmes contain unconscious bias training for anyone who is account director level or above. This training is designed to give people awareness of any unconscious bias, for example that time worked is equal to productivity, so that it can be corrected when it occurs, and we can make better decisions.

Female Leadership Programmes: We continue to ensure our future female leadership talent have access to the best of Mindshare, GroupM and WPP female focused training that aims to help develop and accelerate the careers of our current and future female leaders, tackle barriers to progression and spread best practice.

'Back in The Game': Back in the Game is a programme created by Mindshare UK which is being rolled out across GroupM and its agencies. It is designed to support both men and women returning after an extended period off work, whatever the circumstances. It has been designed to give employees support whilst off and, on their return, providing them with confidence and a support network.

Agile working: Agile working has taken on a new meaning in the current pandemic. At Mindshare we don't see this as a binary conversation about being in an office or working remotely, we see 'agile working' in a more holistic sense as a way of enabling our employees to balance their personal and work life in a more complete way – whether driven by common life stages and challenges or extraordinary circumstances. As such, we offer programmes to enable our employees to meet their evolving personal needs, for example by adapting their working times and /or days to help with childcare requirements or when their families expand. We recognise that during the current pandemic our employees have had to juggle many responsibilities and we have supported them by giving them the flexibility to work as they require to achieve this in the best way for them. We also offer our employees the opportunity to more permanently reshape their work life balance, whether they wish to reduce hours for any reason or change the hours or days they work to better suit their needs. This is most commonly to allow for the needs of a growing family or to support elder family members or those who need care. Whatever the reason, Mindshare believes that a better work life balance leads to a more productive business.

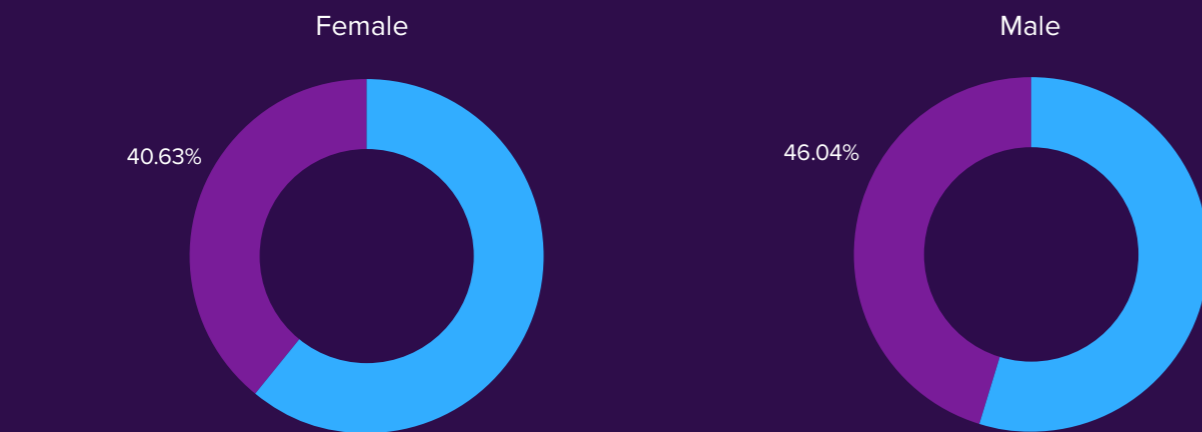
OFFICIAL FIGURES 2020

The figures below are our official reporting requirements for Mindshare Media UK Limited as of 5th April 2020.

PAY AND BONUS MEAN AND MEDIAN PAY GAP

Mean Pay Gap	Median Pay Gap
24.69%	16.24%
Bonus Mean Gap	Bonus Median Gap
38.79%	16.67%

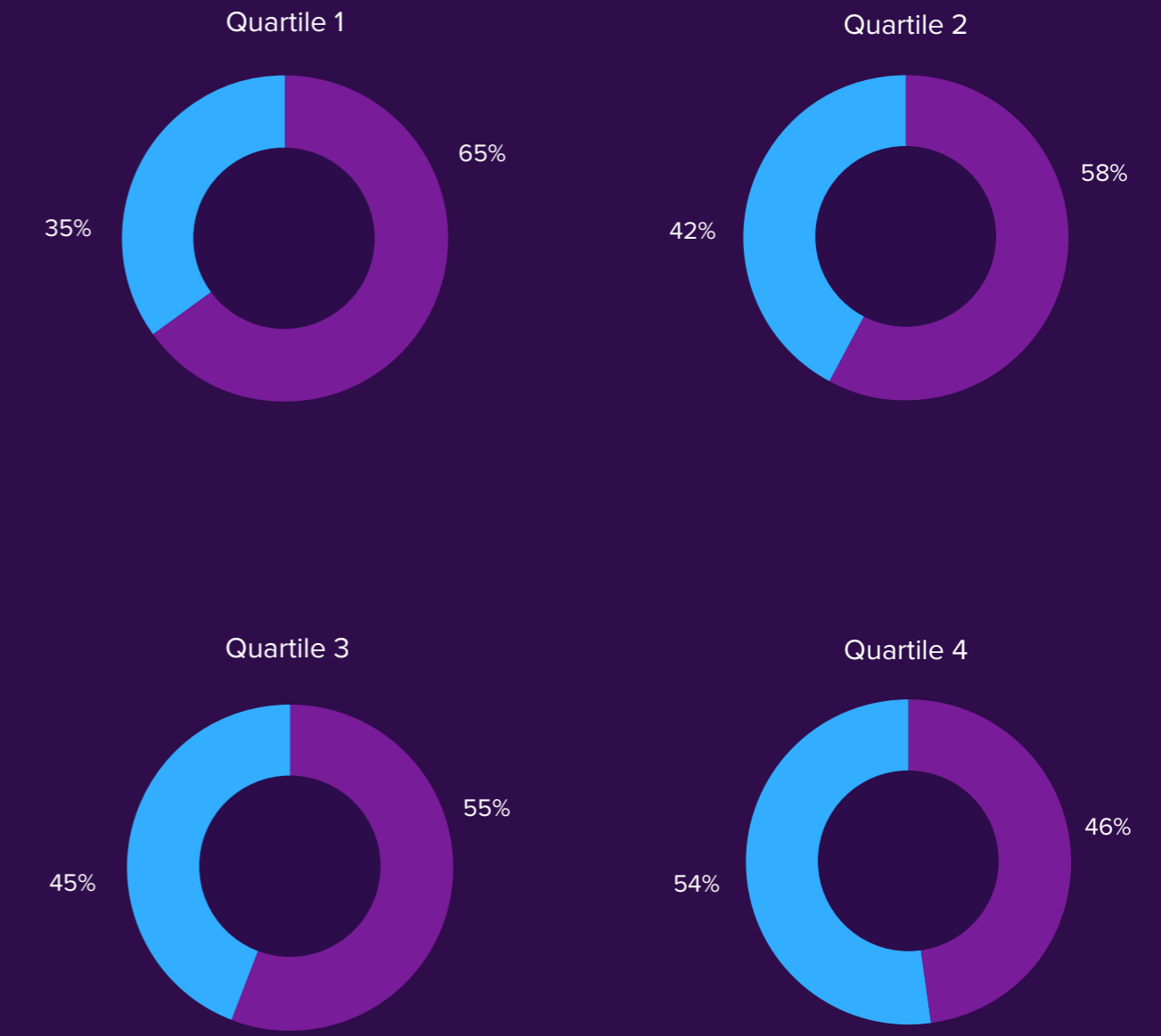
% OF STAFF RECEIVING BONUSES



● Bonus ● No Bonus

QUARTILE ANALYSIS

A break down of the number of males and females at each pay quartile.



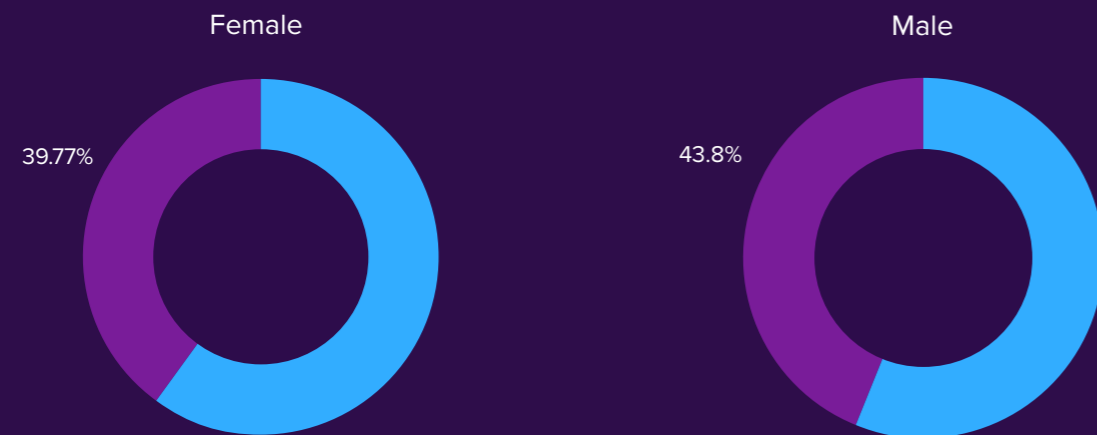
● Male ● Female

OFFICIAL FIGURES 2019

PAY AND BONUS MEAN AND MEDIAN PAY GAP

Mean Pay Gap	Median Pay Gap
25.84%	15.98%
Bonus Mean Gap	Bonus Median Gap
50.27%	6.25%

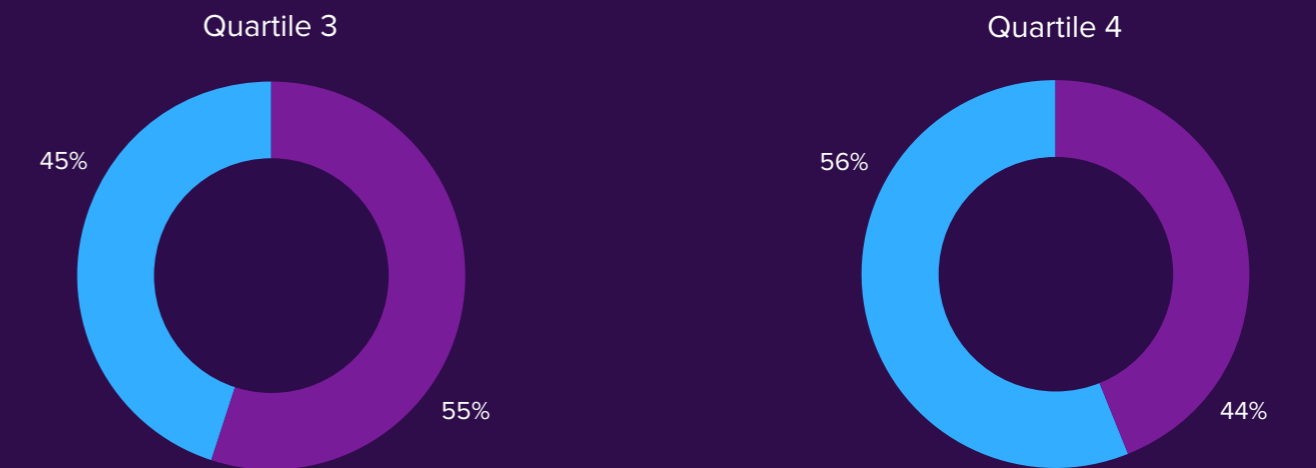
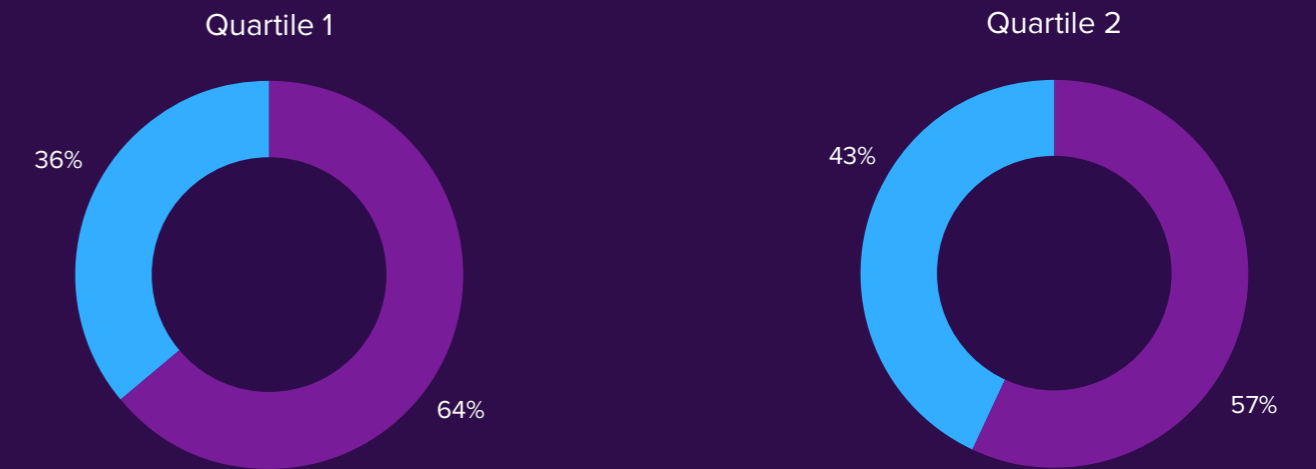
% OF STAFF RECEIVING BONUSES



● Bonus ● No Bonus

QUARTILE ANALYSIS

A break down of the number of males and females at each pay quartile.



● Male ● Female