

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	WPP AUNZ Limited
ABN	84 001 657 370

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	John Steedman
Date of last notice	15 March 2018

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Change in indirect interest outlined below
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Refer below
Date of change	21 May 2018
No. of securities held prior to change	Indirect Interest 28,226 shares held on Trust (2017 Short Term Incentive Plan) 347,826 performance rights (2017 Long Term Incentive Plan operating between 1 January 2017 and 31 December 2020)
Class	Ordinary

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Number acquired	Mr Steedman has been granted performance rights pursuant to the WPP AUNZ Long Term Incentive Plan. The shares will be held on trust and will vest and be transferred to Mr Steedman subject to achieving the performance conditions and continued employment through the vesting period. Mr Steedman received sign on shares to be held on Trust approved at the Annual General Meeting held on 25 May 2016
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Indirect Interest 28,226 shares held on Trust (2017 Short Term Incentive Plan) 350,000 shares held on Trust (Sign-on Shares) 347,826 performance rights (2017 Long Term Incentive Plan operating between 1 January 2017 and 31 December 2020) 432,106 performance rights (2018 Long Term Incentive Plan operating between 1 January 2018 and 31 December 2021)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Granting of performance rights pursuant to the WPP AUNZ Long Term Incentive Plan. Issue of performance rights was approved by the shareholders at the Company's Annual General Meeting held on 2 May 2018. Release of shares approved by shareholders and issued to Mr Steedman pursuant to the Annual General Meeting held on 25 May 2016

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A

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Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.