

25 November 2014

YouGov plc ("YouGov" or "the Company")

Long Term Incentive Plan ("LTIP"), Issue of Equity and Director Dealings

YouGov plc, the international online market research agency, announces that the Remuneration Committee has resolved that the performance conditions attaching to the Awards made under the Company's Long Term Incentive Plan announced on 30 July 2012 ("2011/12 LTIP Awards") have been satisfied. The conditions related to the Earnings Per Share growth and the Total Shareholder Return for the three years ending 31 July 2014. Accordingly, the Committee has approved the vesting of 100% of the 2011/12 LTIP Awards of nil cost options relating to 2.1 million shares. Award holders may exercise their rights to acquire YouGov shares at any time up to July 2022.

Consequently, the Company announces that 1,175,081 new ordinary shares in the Company were allotted and issued on 24 November 2014 and 30,518 new ordinary shares in the Company were allotted and issued on 25 November 2014, following the exercise of share options by a number of YouGov employees including two Directors, Alan Newman and Doug Rivers.

Alan Newman, Chief Financial Officer, exercised his right to acquire 310,175 shares arising from the 2011/12 LTIP award and sold 130,000 of these at 125p per share, to satisfy the income taxes due on the award. Following these transactions, Mr Newman has increased his holding of ordinary shares of 0.2p each in the Company from 273,657 shares to 453,832 shares, representing approximately 0.45% of the total issued share capital.

Doug Rivers, Chief Scientist, exercised his right to acquire 363,757 shares arising from the 2011/12 LTIP award and sold 181,879 of these at 125p per share to satisfy the income taxes due on the award. Following these transactions, Mr Rivers has increased his holding of ordinary shares of 0.2p each in the Company from 1,806,257 shares to 1,988,135 shares, representing approximately 1.97% of the total issued share capital.

The remaining 531,667 allotted shares are to fulfil exercise of options by a number of senior managers in the Group.

The 1,205,599 new ordinary shares will rank pari passu with all existing ordinary shares. Application will be made for admission of these new ordinary shares to trading on AIM and dealings are expected to commence on 27 November 2014. The total number of ordinary shares with voting rights in issue following the issue of these new ordinary shares will be 100,514,553.

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