

8 April 2015

YouGov plc (“YouGov” or “the Company”)

Issue of Equity and Director’s Shareholding

The Company announces that 71,519 new ordinary shares in the Company were allotted and issued on 8 April 2015.

Under the Company’s remuneration policy, a proportion of the Non-Executive Directors’ annual fee is paid in the form of ordinary shares in lieu of cash, except if an NED has an existing substantial shareholding. Accordingly, the Company has approved the allotment and issue of 28,225 new ordinary shares as follows:

- 4,032 new ordinary shares representing a value of £5,000* to Mr Benjamin Elliot.
- 4,032 new ordinary shares representing a value of £5,000* to Mr Nick Jones.
- 4,032 new ordinary shares representing a value of £5,000* to Ms Rosemary Leith.
- 16,129 new ordinary shares representing a value of £20,000* to Mr Roger Parry.

(* Based on a closing price of 124p as at 30 March 2015.)

Following this issue, the shareholdings of these NEDs will be as follows:

- Mr Elliot and Mr Jones will each hold 15,181 shares (representing approximately 0.01% of the Company’s total issued share capital).
- Ms Leith will hold 4,032 shares (representing approximately 0.004% of the Company’s total issued share capital).
- Mr Parry will hold 68,129 shares (representing approximately 0.07% of the Company’s total issued share capital).

The Company has also approved the allotment and issue of 43,294 new ordinary shares following an exercise of share options by senior managers.

The 71,519 new ordinary shares will rank pari passu with all existing ordinary shares. Application has been made for admission of these new ordinary shares to trading on AiM and dealings are expected to commence on 13 April 2015. The total number of ordinary shares with voting rights in issue following the issue of these new ordinary shares is 102,784,100.

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