

22 October 2015

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

Director’s share dealing and issue of equity

YouGov plc, the international online market research agency, announces the following dealings by a Director in the Company’s shares and changes to its share capital.

Stephan Shakespeare, Chief Executive Officer, has exercised his right to acquire 1,188,202 shares under the Long Term Incentive Plan 2009 (“LTIP”); this is made up of:

- 388,060 shares arising from the 2009/10 LTIP award, the terms of which were previously announced on 29 July 2010.
- 426,563 shares arising from the 2010/11 LTIP award, the terms of which were previously announced on 21 July 2011.
- 373,579 shares arising from the 2011/12 LTIP award, the terms of which were previously announced on 30 July 2012.

The Company also announces that the Remuneration Committee has approved the vesting of Mr Shakespeare’s award of 162,500 shares arising from the Company’s Deferred Share Scheme 2010, the terms of which were previously announced on 9 December 2010.

Mr Shakespeare is not selling any shares in the Company at this time. Therefore, following these transactions, the beneficial interest of Mr Shakespeare and his immediate family has increased to 8,188,609 shares representing approximately 7.9% of the Company’s issued share capital.

Consequently, the Company announces that 1,350,702 new ordinary shares in the Company were allotted and issued on 22 October 2015.

The 1,350,702 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 28 October 2015. The total number of ordinary shares with voting rights in issue following the issue of these new ordinary shares will be 104,201,156, none of which are in treasury.

Enquiries:

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