

## WPP Code of Business Conduct for Suppliers

WPP plc. (“WPP”) and its companies operate in many markets and countries throughout the world. In all instances, WPP and its companies respect national laws and any other laws with an international reach, such as the US Foreign Corrupt Practices Act, where relevant, and industry codes of conduct. WPP and its companies are committed to acting ethically in all aspects of their business and to maintaining the highest standards of honesty and integrity.

WPP and its companies expect and require you as their supplier to have the same commitment to ethical behaviour and therefore ask you to confirm your agreement with WPP’s Code of Conduct (in the first column) as amended where necessary for non-WPP entities (in the second column).

We, the officers and staff of all companies in the WPP Group (“the Group”), recognise our obligations to all who have a stake in our success including share owners, clients, staff and suppliers;

You confirm that you recognise our obligations and will not act detrimentally to these obligations.

Information about our business shall be communicated clearly and accurately in a non-discriminatory manner and in accordance with local regulations;

You confirm that you will treat information about the WPP Group as described.

We select and promote our people on the basis of their qualifications and merit, without discrimination or concern for race, religion, national origin, colour, sex, sexual orientation, gender identity or expression, age or disability;

You confirm that you have equivalent policies in your organisation.

We believe that a workplace should be safe and civilised; we will not tolerate sexual harassment, discrimination or offensive behaviour of any kind, which includes the persistent demeaning of individuals through words or actions, the display or distribution of offensive material, or the use or possession of weapons on WPP or client premises;

You confirm that you have equivalent policies in your organisation and that you will respect our workplace and people as described.

We will not tolerate the use, possession or distribution of illegal drugs, or our people reporting for work under the influence of drugs or alcohol;

You confirm that you have equivalent policies in your organisation and that you will respect our workplace and people as described.

We will treat all information relating to the Group’s business, or to its clients, as confidential. In particular, “insider trading” is expressly prohibited and confidential information must not be used for personal gain;

You confirm that you agree to our policy in respect of our information.

We are committed to protecting consumer, client and employee data in accordance with national laws and industry codes;

You confirm that you have equivalent commitments in your organisation that cover all information from and relating to our business and that of our partners in that business.

We will not knowingly create work which contains statements, suggestions or images offensive to general public decency and will give appropriate consideration to the impact of our work on minority segments of the population, whether that minority be by race, religion, national origin, colour, sex, sexual orientation, gender identity or expression, age or disability;

Wherever relevant, you confirm that you have equivalent standards for your work.

We will not undertake work which is intended or designed to mislead, including in relation to social, environmental and human rights issues;

Wherever relevant, you confirm that you have equivalent standards for your work.

We will not give, offer or accept bribes, whether in cash or otherwise, to or from any third party, including but not restricted to government officials, clients and brokers or their representatives. We will collectively ensure that all staff understand this policy through training, communication and by example;

You confirm that you have equivalent policies in your organisation and that you will respect our policy as described.

We will not offer any items of personal inducement to secure business. This is not intended to prohibit appropriate entertainment or the making of occasional gifts of minor value unless the client has a policy which restricts this;

You confirm that you have equivalent policies in your organisation and that you will respect our policy as described.

We will not accept for our personal benefit goods or services of more than nominal value from suppliers, potential suppliers or other third parties;

You confirm that you have equivalent policies in your organisation and that you will respect our policy as described.

We will not have any personal or family conflicts of interest within our businesses or with our suppliers or other third parties with whom we do business;

You should have equivalent policies in your organisation.

No corporate contributions of any kind, including the provision of services or materials for less than the market value, may be made to politicians, political parties or action committees, without the prior written approval of the WPP board; and

You should have your own policy regarding such contributions, together with appropriate authorisation procedures.

We will continue to strive to make a positive contribution to society and the environment by: maintaining high standards of marketing ethics; respecting human rights; respecting the environment; supporting community organisations; supporting employee development; and managing significant corporate responsibility risks in our supply chain. Our Corporate Responsibility Policy provides more detail about our commitments in these areas.

You should have equivalent policies in your organisation.

I hereby represent that I am duly authorised on behalf of my company to confirm that company adheres to the WPP Code of Conduct before mentioned as amended for my company. If my company becomes aware of any breaches, particularly in respect of bribery or inappropriate gifts or services to or from WPP and its companies or any other third party, or in respect of other matters that could harm WPP's and its companies' reputation directly or by association, I or my company will inform WPP immediately.

Name \_\_\_\_\_

Signature \_\_\_\_\_

Position \_\_\_\_\_

Date \_\_\_\_\_

Company/  
Organisation \_\_\_\_\_