

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	Michael Connaghan
Date of last notice	20 September 2016

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	16 March 2017

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p>Direct Interest 587,657 ordinary shares</p> <p>Indirect Interest 50,000 shares held by Early Opener Investments Pty Limited</p> <p>46,072 shares held on Trust (2015 Short Term Incentive Plan)</p> <p>Indirect Interest - Performance Shares 64,952 performance shares (2014 Share Plan operating between 1 January 2014 and 31 December 2016)</p> <p>208,084 performance shares (2015 Share Plan operating between 1 January 2015 and 31 December 2017)</p> <p>773,029 performance shares (2016 Share Plan operating between 1 January 2016 and 31 December 2018)</p>
Class	Ordinary
Number acquired	<p>Direct Interest – 2016 short term incentive Plan Mr Connaghan has been issued 66,106 shares pursuant to the 2016 short term incentive plan. The shares will be held on trust and be transferred to Mr Connaghan on 1 January 2019, subject to his continued employment.</p>
Number disposed	<p>Indirect Interest- Performance Shares 64,952 performance shares relating to the 2014 Share Plan (operating between 1 January 2014 and 31 December 2016) did not achieve the relevant performance hurdles. All rights and entitlements relating to these performance shares are forfeited.</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	Nil

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No. of securities held after change	<p>Direct Interest 587,657 ordinary shares</p> <p>Indirect Interest 50,000 shares held by Early Opener Investments Pty Limited</p> <p>46,072 shares held on Trust (2015 Short Term Incentive Plan)</p> <p>66,106 shares held on Trust (2016 Short Term Incentive Plan)</p> <p>Indirect Interest - Performance Shares</p> <p>208,084 performance shares (2015 Share Plan operating between 1 January 2015 and 31 December 2017)</p> <p>773,029 performance shares (2016 Share Plan operating between 1 January 2016 and 31 December 2018)</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Indirect Interest - Mr Connaghan has been issued 66,106 shares pursuant to the 2016 short term incentive plan. The shares will be held on Trust</p> <p>Indirect Interest – 64,952 performance shares relating to the 2014 Share Plan (operating between 1 January 2014 and 31 December 2016) did not achieve the relevant performance hurdles. All rights and entitlements relating to these performance shares are forfeited.</p>

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	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-

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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>	-
Interest acquired	-
Interest disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
Interest after change	-

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.