

William Hill Rights Issue Questions and Answers

1 March 2013

1. What is a Rights Issue?

William Hill PLC is raising approximately £375 million new capital (net of expenses) through what is called a rights issue. A rights issue is a way for companies to raise additional money. Companies do this by giving their existing shareholders a right to buy further shares in proportion to their existing shareholdings.

2. Why is William Hill PLC undertaking the Rights Issue?

A full description of the background to and reasons for the Rights Issue is set out in the Prospectus dated 1 March 2013. The Prospectus is available on William Hill PLC's website at www.williamhillplc.com.

3. What is being offered?

Qualifying Shareholders are being offered the opportunity to buy 2 New Ordinary Shares for every 9 Existing Ordinary Shares that they held at close of business (London time) on 14 March 2013 at the issue price of 245 pence per New Ordinary Share. The Issue Price reflects a discount of 39.5 per cent. to the closing middle market price of William Hill PLC per Ordinary Share on 28 February 2013, the latest practical date before the announcement of the Rights Issue and a discount of 34.8 per cent. to the theoretical ex-rights price on the same basis. This represents a 38.3 per cent. discount to that closing middle market price adjusted for the proposed final dividend of 7.8 pence per Ordinary Share, which will be paid to Shareholders on the register of members at the close of business on 15 March 2013, and a discount of 33.7 per cent. to the theoretical ex-rights price on the same basis.

4. Am I a qualifying shareholder?

If your shares are held in certificated form and you have not sold all your Ordinary Shares prior to 19 March 2013, you are a qualifying shareholder and are entitled to buy New Ordinary Shares. You will receive a Provisional Allotment Letter (PAL) which enables you to participate in the Rights Issue. If your shares are held under the name of a nominee, information will be sent to your nominee. Therefore, you should contact your nominee for more details.

Shareholders with a registered address in the United States, Australia, Canada, Japan or South Africa are not qualifying shareholders. Shareholders resident outside the United Kingdom are responsible for complying with any applicable legal requirements in their own jurisdictions in relation to the Rights Issue.

5. How many New Ordinary Shares am I entitled to buy?

The number of New Ordinary Shares that you are entitled to is set out on your PAL. This number was determined by multiplying the number of Existing Ordinary Shares you held on 14 March 2013 by 2, dividing it by 9, then rounding the answer down to the nearest whole number.

For example, if you held 100 shares you will be entitled to buy 22 New Ordinary Shares at 245 pence per share. This would cost a total of £53.90.

6. What options do I have?

You can choose one of 5 options:

Option 1: Take up all of your Rights

- If you choose to take up all of your Rights to New Ordinary Shares, the proportion of the total number of shares in William Hill PLC that you will hold will, subject to fractions, be the same as it was before the Rights Issue.
- You may instruct William Hill PLC's UK registrar, Computershare Investor Services PLC, to arrange this for you by ticking the relevant box on page 1 of your PAL and enclosing payment for the amount set out in Box 3 on Page 1 of your PAL.

Option 2: Take up some of your Rights through Cashless Take Up

- You have the option to sell some of your Rights in order to take up the remaining Rights to New Ordinary Shares. This is known as "Cashless Take Up" because you do not have to pay any additional money.
- You may instruct William Hill PLC's UK registrar, Computershare Investor Services PLC to arrange this cashless take-up of Rights by ticking the relevant box on page 1 of your PAL, or you may take your PAL to your broker.

• Computershare Investor Services PLC will charge you a commission of 0.35% of the proceeds of sale (subject to a minimum of £20) for this service. Please refer to the terms and conditions attached to this Guide.

Option 3: Sell all of your Rights to New Ordinary Shares

- If you decide to sell all of your Rights, the number of shares you hold in William Hill PLC will stay the same, but the proportion of the total number of shares in William Hill PLC that you hold will be significantly lower than that which you currently hold.
- You may instruct William Hill PLC's UK registrar, Computershare Investor Services PLC to arrange the sale for you under this Option 3 by ticking the relevant box on page 1 of your PAL, or you may take your PAL to your broker.
- Computershare Investors Services PLC will charge you a commission of 0.35% of the proceeds of sale (subject to a minimum of £20) for selling all of your Rights, which will be deducted from the proceeds of the sale of your Rights. Please refer to the terms and conditions attached to this Guide.

Option 4: Do nothing (let your Rights lapse)

- If you do not return your PAL, your Rights to New Ordinary Shares will lapse at 11.00 a.m. on 4 April 2013. Your lapsed Rights may be sold to other people and any net proceeds (above the Issue Price and the related expenses of procuring such sales) of the sale will be returned to you by cheque (provided that the amount exceeds £5.00).

Option 5: Other

- You may also (i) split or renounce some of your Rights contained in your PAL; or (ii) deposit your Rights into CREST, in both cases by completing Form X (and/or Form Y if appropriate) on page 2 of the PAL or by taking the PAL to a broker. Please call the Shareholder Helpline at the number indicated on the front of this Guide for further information.
- You may elect to take up some of your Rights and sell the others or let the others lapse (in which case you must pay for the Rights you do take up) – you will have to “split” your Rights in order to do this.

Please make your election on your PAL. See Part C of this Guide for help in completing your PAL or please call the Shareholder Helpline at the number indicated on the front of this Guide for further information.

7. What are “Rights”?

Each “Right” allotted to you is a right to buy a New Ordinary Share under the Rights Issue. If you are entitled to buy 100 New Ordinary Shares, you have been allotted 100 Rights.

8. What does “take up” mean?

To “take up” means to exercise a Right to buy a New Ordinary Share at 245 pence per share under the Rights Issue.

9. What does “lapse” mean?

To “lapse” means to expire. If you do not return a completed PAL by 11.00 a.m. (London time) on 4 April 2013, your Rights to New Ordinary Shares will lapse, or expire, and you will no longer be entitled to take up or sell your Rights. Your lapsed Rights may be sold to other people and any net proceeds (above the Issue Price and the related expenses of procuring such sales) of the sale will be returned to you by cheque in pounds sterling (provided that the amount exceeds £5.00).

10. Will I have to pay any charges under any of the options?

There will be no charge for taking up your Rights. If you sell some or all of your Rights you may be charged a fee by whoever arranges the sale for you.

If you take your PAL to a broker and have the broker arrange the sale, he may charge you a fee, in accordance with whatever terms you agree with him.

Alternatively, you may instruct Computershare Investor Services PLC to arrange to sell some of your Rights to New Ordinary Shares so that you may then use the proceeds to take up the remainder (Option 2) or to sell all of your Rights (Option 3) by ticking the relevant box on page 1 of your PAL.

- Computershare Investor Services PLC will charge you a commission of 0.35% of the proceeds of sale (subject to a minimum of £20) for selling some of your Rights to New Ordinary Shares so that you may then use the remaining proceeds to take up the remainder (Option 2).

- Computershare Investor Services PLC will also charge you a commission of 0.35% of the proceeds of sale (subject to a minimum of £20) for selling all of your Rights (Option 3), which will be deducted from the proceeds of the sale of your Rights.

11. If I decide to sell my Rights to New Ordinary Shares, how much money will I receive?

The price you will receive for your Rights will depend on market conditions.

Please be aware that the market price for Rights is different from the issue price of the New Ordinary Shares under the Rights Issue. The market price for Rights reflects the value the market places on the Rights. If the market price of the Existing Ordinary Shares is less than the Issue Price then the Rights may not have any value.

You can check the current price of Rights at www.williamhillplc.com

It is possible that you will receive little or no proceeds from the sale of some or all of your Rights, whether you sell them through Computershare Investor Services PLC or a broker. It is also possible that Computershare Investor Services PLC or a broker will not be able to sell your Rights, depending on market conditions. If your Rights are not sold or taken up, they will lapse at 11.00 a.m. (London time) on 4 April 2013. Lapsed Rights may be sold to other people and any net proceeds (above the Issue Price and the related expenses of procuring such sales) of the sale will be returned to you by cheque in pounds sterling (provided that the amount exceeds £5.00).

If you instruct Computershare Investor Services PLC to sell your Rights on your behalf, Computershare Investor Services PLC may combine your Rights with the Rights of other shareholders and sell them all together. This may result in a more or less favourable price than if your Rights had been sold separately.

12. If I decide to sell my Rights to New Ordinary Shares, when will I receive the proceeds?

If you sell your Rights through your broker, he will return the proceeds to you (net of expenses) in accordance with whatever terms you agree with him.

If you instruct Computershare Investor Services PLC to arrange to sell some of your Rights to New Ordinary Shares so that you may then use the proceeds to take up the remainder (Option 2), Computershare Investor Services PLC will sell some of your Rights and use the proceeds (less Computershare Investor Services PLC's fee of 0.35%, subject to a minimum of £20) to take up your remaining Rights.

If you sell all of your Rights through Computershare Investor Services PLC (Option 3), Computershare Investor Services PLC will send you a cheque for the proceeds (less Computershare Investor Services PLC's fee of 0.35%, subject to a minimum of £20) by 4 April 2013.

13. Are there any tax implications I need to consider?

Certain information in relation to taxation is set out in the Prospectus. Any personal issues regarding possible tax implications should be taken forward with a duly authorised independent financial/taxation adviser. William Hill PLC cannot provide any tax or other investment advice in relation to the Rights Issue.

14. When will I receive my New Ordinary Shares?

If you take up some or all of your Rights (under Options 1 and 2), a share certificate representing your New Ordinary Shares will be dispatched to you on or around 12 April 2013. If you have converted some or all of your Rights into uncertificated form, New Ordinary Shares will be issued in uncertificated form to you in respect of such Rights at the close of business on 5 April 2013.

15. Will I be better off selling my Rights or letting them lapse?

The price you will receive if you sell your Rights yourself or allow them to lapse will depend on market conditions. William Hill PLC cannot advise you in relation to the Rights Issue.

If you are unsure of what steps to take you should seek independent professional advice.

16. What do I need to do next?

Unless you wish to let your Rights lapse, you must complete and return the PAL to Computershare Investor Services PLC before the relevant deadline. A prepaid business reply envelope has been provided to shareholders in the UK. **NOTE: Different options have different deadlines. Please read and complete your PAL carefully and please ensure that you post your PAL in plenty of time to meet the relevant deadline.** See Part C of this Guide for help in completing your PAL or contact the Shareholder Helpline at the number on the front of this Guide.

17. How do I transfer my Rights into CREST?

Your Rights may be converted into uncertificated form (deposited into CREST). The procedure involves the completion of Form X or the CREST Deposit Form on page 2 of the PAL. You may only transfer all of the Rights represented by a single PAL into CREST. If you wish to only transfer some of the Rights into CREST, you must first apply for "split PALs" (see Option 5). Once Rights are deposited into CREST, all renunciations and transfers of Rights must be effected through CREST. You are recommended to refer to the CREST Manual for details of CREST procedures. Please ensure that you allow sufficient time for conversion of the Rights into uncertificated form. Please call the Shareholder Helpline on the number indicated on the front of this Guide for further information.

18. What happens if I don't return my form in time?

The Rights Issue process must run according to a strict timetable. If your completed PAL is received after the relevant deadline, unless William Hill PLC chooses to treat your application as valid, your election will not be processed and your Rights will lapse. If you are posting your PAL, it is recommended that you allow sufficient time for delivery.

19. Where can I find out further information?

If you need further information or for help in completing your PAL, please telephone the Shareholder Helpline. Please be aware that, for legal reasons, the Shareholder Helpline will only be able to provide information contained in the Prospectus and information relating to William Hill PLC's register of members and will be unable to give advice on the merits of the Rights Issue or to provide financial, tax or investment advice. Information provided by the Shareholder Helpline will not take precedence over the terms and conditions set out in the Prospectus.

20. What if I change my mind?

Once you have sent your PAL and payment, you cannot withdraw your application or change the number of New Ordinary Shares that you have applied for, except in the very limited circumstances set out in the Prospectus.

21. What happens if I have authorised a Power of Attorney to carry out my Rights request?

Any forms completed and returned on your behalf by an attorney must be accompanied by a certified copy of the power of attorney.