



**PUBLICIS
GROUPE**



COMBINED GENERAL SHAREHOLDERS' MEETING

MAY 27, 2025



COMBINED GENERAL SHAREHOLDERS' MEETING RUNNING ORDER 2025

- > Opening of the Combined General Shareholders' Meeting
- > Report of the Board of Directors
- > Emeritus President's Speech
- > Review of 2024 and 2025 Outlook
- > Report of the Lead Director
- > Report of the Board's Committees
- > Report of the Statutory Auditors
- > Questions / Answers
- > Vote of resolutions





AGENDA



AGENDA 1/2

Ordinary General Shareholders' Meeting – Resolutions:

Resolution No.	Purpose of the resolutions
N°1	Approval of the corporate financial statements for fiscal year 2024
N°2	Approval of the consolidated financial statements for fiscal year 2024
N°3	Allocation of the net income for fiscal year 2024 and declaration of dividend
N°4	Approval of related-party agreements
N°5	Noting of the expiry of the mandate of Ernst & Young et Autres and appointment of PricewaterhouseCoopers Audit as Statutory Auditor responsible for certifying the financial statements
N°6	Noting of the expiry of the mandate of Grant Thornton and appointment of PricewaterhouseCoopers Audit as Statutory Auditor responsible for certifying sustainability information
N°7	Appointment of KPMG S.A. as Statutory Auditor responsible for certifying sustainability information
N°8	Approval of the information on the compensation of Corporate Officers referred to in I of Article L. 22-10-9 of the French Commercial Code
N°9 to 13	Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to the Chairman of the Supervisory Board, the Chairman of the Management Board, and the other members of the Management Board



AGENDA 2/2

Ordinary General Shareholders' Meeting – Resolutions:

Resolution No.	Purpose of the resolutions
N°14	Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to the Chairman and Chief Executive Officer, as of May 29, 2024
N°15 to 16	Approval of the compensation policy for the Chairman and Chief Executive Officer, and the Directors with respect to fiscal year 2025
N°17	Authorization to the Board of Directors, for a period of eighteen months, to allow the Company to trade in its own shares

Extraordinary General Shareholders' Meeting – Resolutions:

Resolution No.	Purpose of the resolutions
N°18 to 21	Approval of delegations of authority and authorizations granted to the Board of Directors to carry out certain financial transactions
N°22	Amendment to articles 12, 13 et 19 of the Articles of Incorporation

Ordinary General Shareholders' Meeting – Resolution:

Resolution No.	Purpose of the resolutions
N°23	Powers to carry out formalities





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REPORT OF THE BOARD OF DIRECTORS





2024 HIGHLIGHTS

CHANGE IN THE GOVERNANCE STRUCTURE

The General Meeting of May 29, 2024, notably approved:

- the change in the governance structure to a Joint Stock company with a Board of Directors instead of a Supervisory Board and Management Board
- the new composition of the Board of Directors

NOMINATIONS

The Board made the following appointments:

- Mr. Arthur Sadoun, former Chairman of the Management Board, was appointed Chairman and Chief Executive Officer
- Mrs. Élisabeth Badinter was appointed Vice-Chair of the Board of Directors
- Mr. André Kudelski was appointed Lead Director
- Mr. Maurice Lévy, former Chairman of the Supervisory Board, was appointed Emeritus Chairman

ORGANIZATION OF THE COMMITTEES

Reorganization around four Committees:

- The Audit and Financial Risks Committee
- The Nominating Committee
- The Compensation Committee
- The Strategic, Environmental and Social Committee



GOVERNANCE

13 Directors (2 representing employees)	45% women⁽¹⁾	64% independent Directors⁽¹⁾	73% with international nationality⁽¹⁾	4 specialized Committees
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SUPERVISORY BOARD ACTIVITIES

- 3 meetings between January 1st and May 29, 2024, focusing on:
 - Financial results for 2023 and Q1 2024
 - Preparation for the change in governance structure
 - Cybersecurity
 - The impact of artificial intelligence on Publicis Groupe
 - Implementation of the Corporate Sustainability Reporting Directive (CSRD)

BOARD OF DIRECTORS ACTIVITIES

- 4 meetings between May 29 and December 31, 2024, focusing on:
 - Financial results for the second half of 2024
 - Acquisition projects and growth strategy
 - Governance
 - 2024 compensation policy
 - Issues related to Corporate Social Responsibility (CSR) and compliance and ethics measures
- Holding of an Executive Session

⁽¹⁾ Directors representing employees are not included in the calculation of these percentages





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EMERITUS CHAIRMAN'S SPEECH





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2024 REVIEW AND 2025 OUTLOOK





AGENDA

2024 HIGHLIGHTS

2024 FINANCIAL RESULTS

1st QUARTER 2025
AND OUTLOOK





A STILL UNCERTAIN MACROECONOMIC CONTEXT IN 2024

Interest rates
remain high

Continued
geopolitical
conflicts

U.S. elections

The rise of AI

➔ **Impact on our clients and our industry**





**PUBLICIS
GROUPE**

~~2021~~

~~2022~~

~~2023~~

2024:

ANOTHER RECORD YEAR

N°1

Organic growth

Operating margin

New business

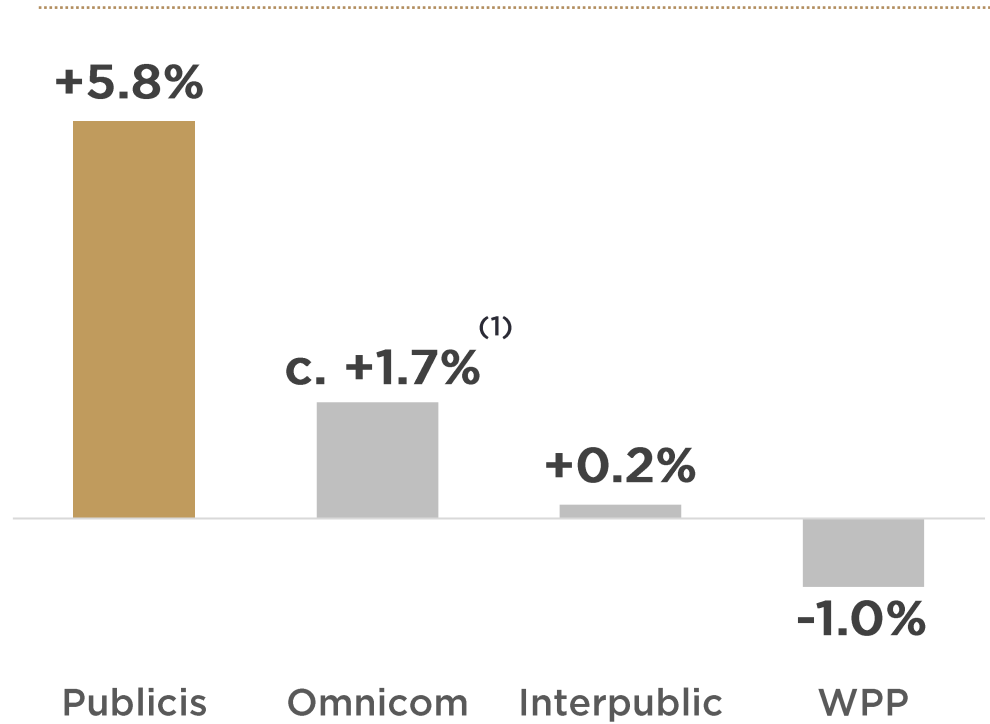
ESG



N°1 IN ORGANIC GROWTH: REVENUE MIX

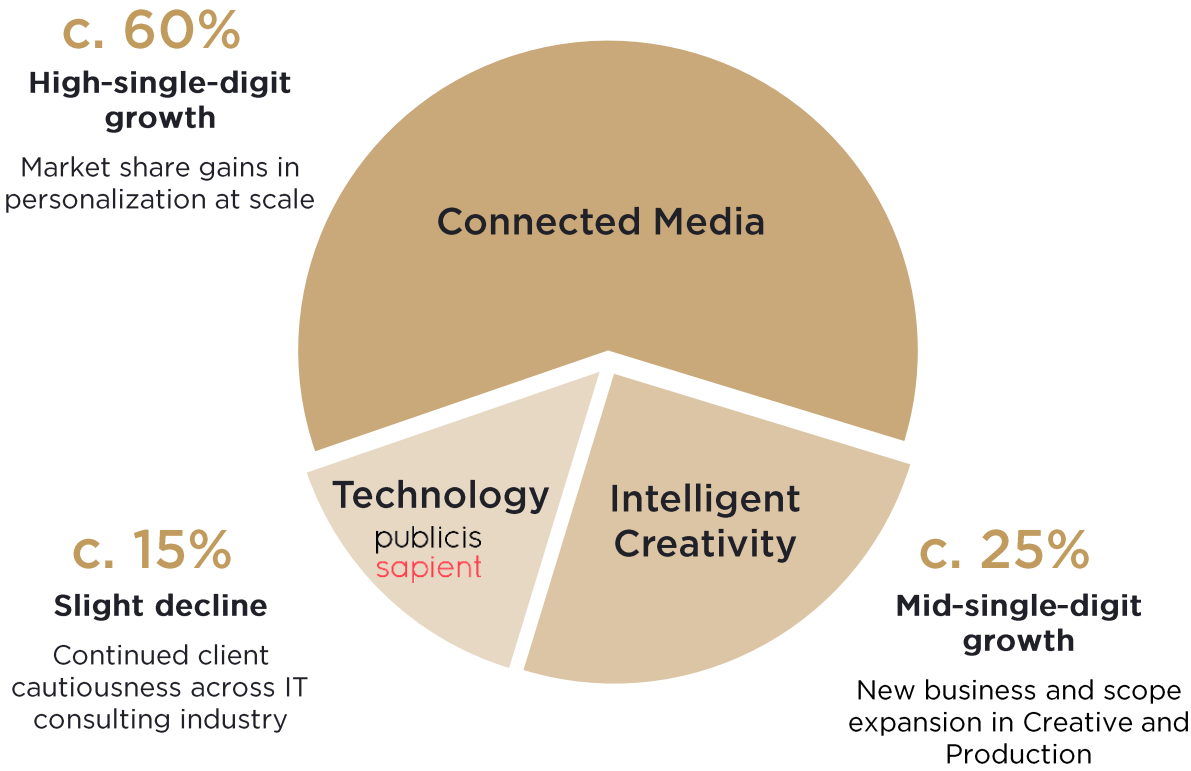


Net revenue organic growth well ahead of peers



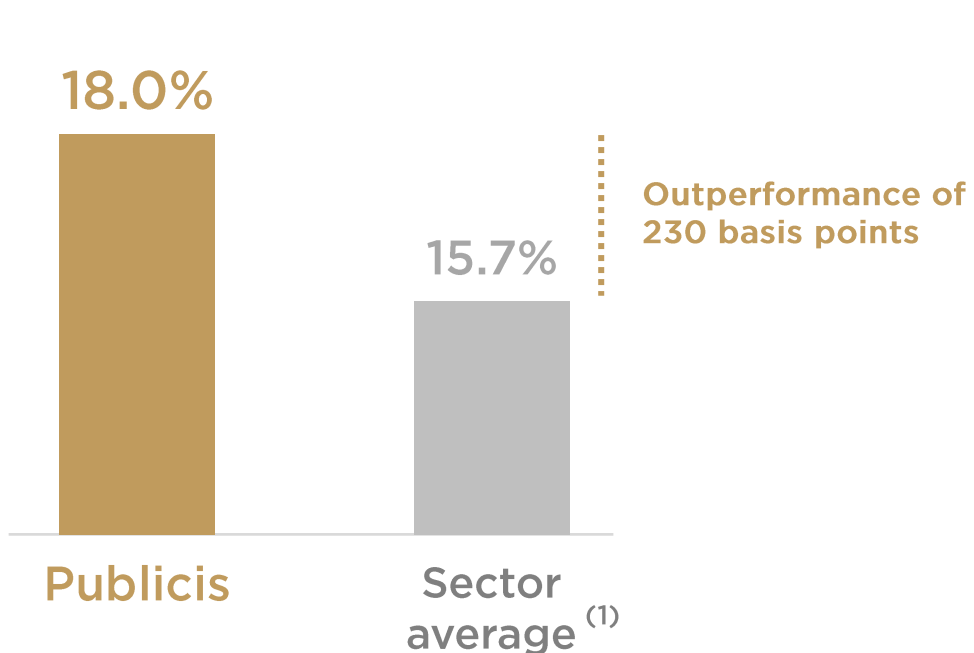
(1) Barclays estimate between +1.6% and +1.8% (April 2025). Revenue organic growth was at +5.2%.

Unique revenue mix



N°1 IN OPERATING MARGIN WHILE REWARDING TALENT

2024 operating margin rate



Value shared with employees through:

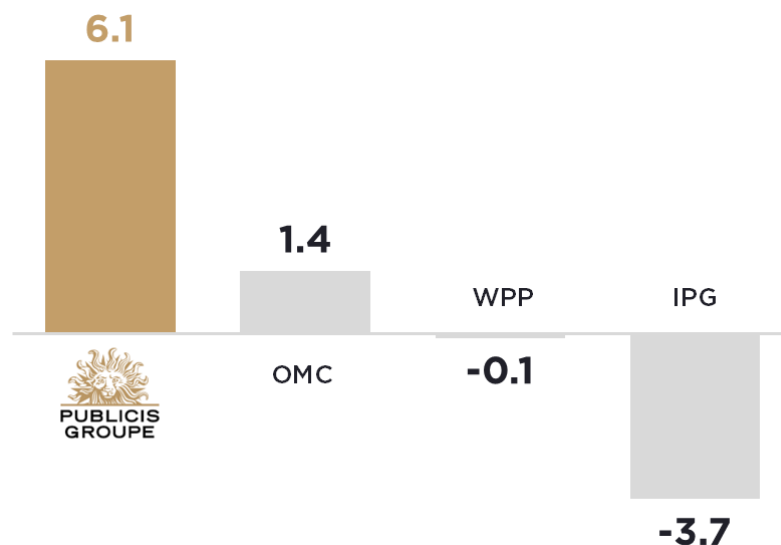
- An **average wage increase** of 6.5%, after 5.0% in 2023
- A **bonus pool and variable remuneration**, driven by the Groupe's industry-leading **performance**, representing 4% of net revenue

(1) Average of reported margins by Omnicom, Interpublic and WPP.

N°1 IN NEW BUSINESS: GO-TO-MARKET

2024 net new business billings ⁽¹⁾

In \$ billion



2024 holding company new business ranking ⁽²⁾



Rank	Holding Group	Estimated Creative Revenue (\$ m)	Estimated Media Revenue (\$ m)	Estimated total revenue (\$ m)	N° of wins
1	Publicis Groupe	627.3	341.0	968.4	1,622
2	WPP	283.3	259.8	543.1	910
3	Omnicom	122.5	340.2	462.8	503
(...)					
8	Interpublic	109.0	-146.5	-37.4	342

(1) JP Morgan, 2024.

(2) R3, 2024.



N°1 IN ESG IN THE INDUSTRY

Ranked #1 in industry on ESG for the 5th consecutive year by 5 leading rating agencies

Distinctions among peers:

- Listed in the 2024 S&P Yearbook
- Recognized by Sustainalytics as a Top-Rated Performer
- Included in the global Equileap TOP 100 ranking

Included in the key ESG indexes

Dow Jones
Sustainability Europe
Index

Dow Jones
Sustainability World
Index

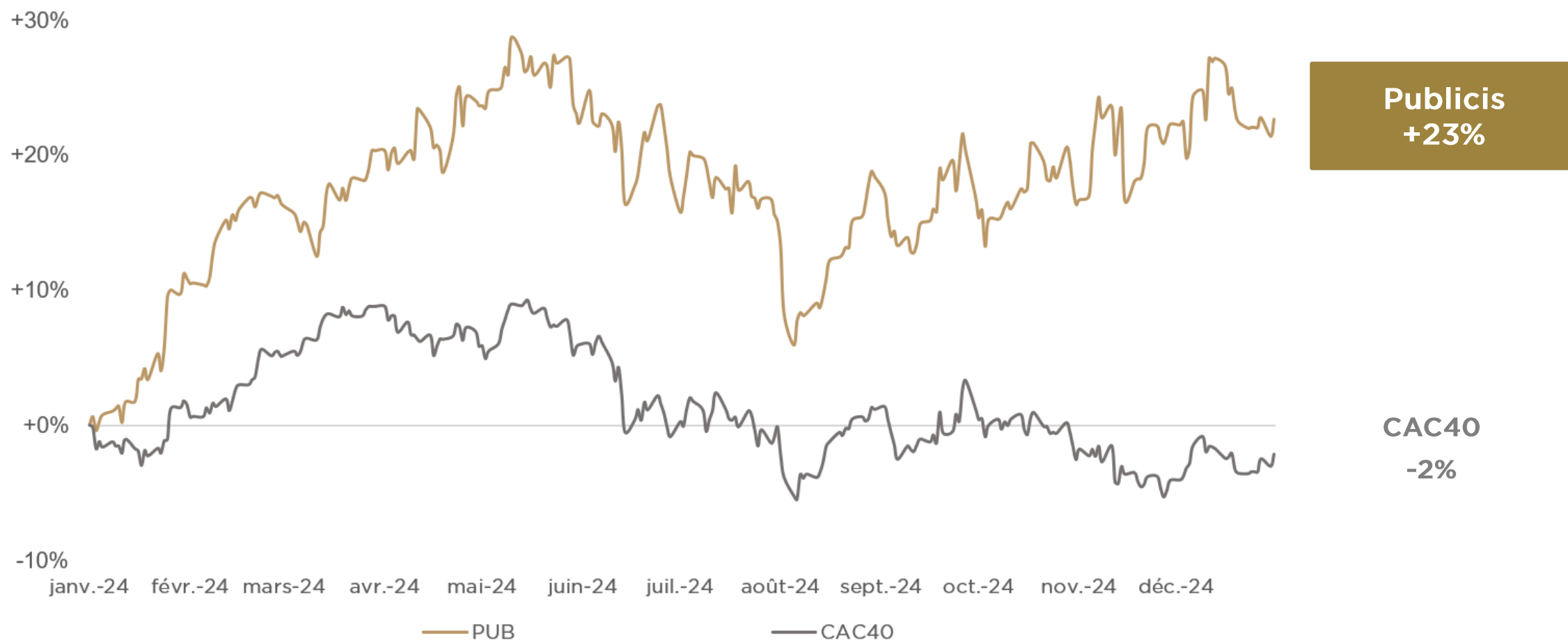


CAC 40 ESG

CAC SBT 1.5

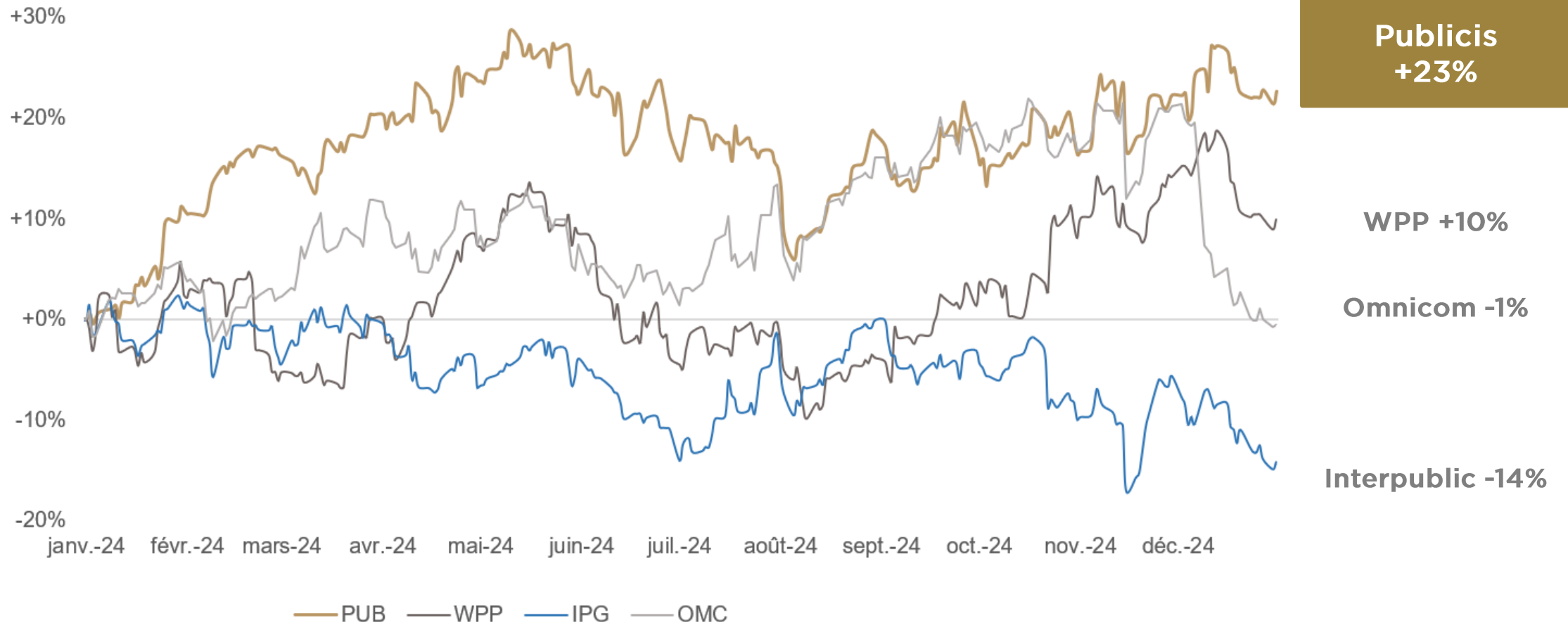


PUBLICIS OUTPERFORMED THE FRENCH MARKET OVER THE LAST YEAR...



Note : Share price performance in euros between 01/01/2024 and 01/01/2025.

...AND CLEARLY STOOD OUT FROM ITS COMPETITORS



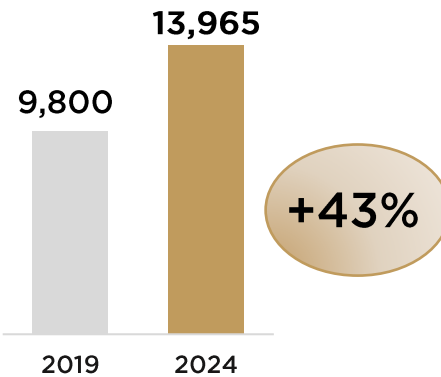
Note : Share price performance in euros between 01/01/2024 and 01/01/2025.



A long journey since the COVID pandemic

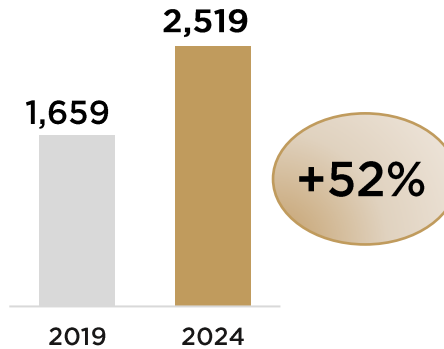
Net revenue

In € million

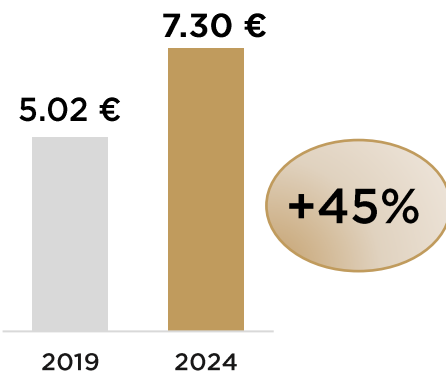


Operating margin

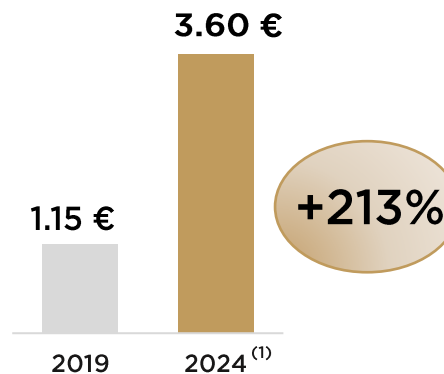
In € million



Headline diluted EPS



Dividend per share



Total shareholder return

+185%

(1) 2024 dividend submitted to shareholders' approval at the AGM on May 27, 2025.

Number one communications group in the world



Number one communications group in the world





AGENDA

2024 HIGHLIGHTS

2024 FINANCIAL RESULTS

1ST QUARTER 2025
AND OUTLOOK





2024 KEY FIGURES

Net revenue

€14.0bn

+5.8% organic
+6.6% reported

**Operating
margin**

€2.5bn

+6.6% reported

Free cash flow ⁽¹⁾

€1.8bn

vs. €1.5bn
in 2023

**Net debt
(average)**

€585m

vs. €432m
in 2023

(1) Before working capital requirement.



OPERATING MARGIN

(€ million)	2024	2023
Net revenue	13,965	13,099
Operating margin	2,519	2,363
% net revenue	18.0%	18.0%

- Operating margin rate maintained at 18.0%, the highest level of the industry
- Continued investment to support growth:
 - Close to 5,000 net recruits in 2024
 - Bonus pool (including share-based incentives) stable compared to level of 2023
 - Investment in artificial intelligence of c. €100m



SELECTED CASH FLOW ITEMS AND CHANGE IN NET DEBT

(€ million)	2024	2023
Free cash-flow ⁽¹⁾ before change in WCR	1,838	1,547
Change in WCR	(161)	(9)
Acquisitions (incl. earn-out & net of disposals)	(889)	(174)
Dividends paid	(865)	(735)
(Purchase) / Sale of treasury shares	(148)	(189)
Non-cash impact on net debt ⁽¹⁾	91	(165)
Reduction (increase) in net debt	(134)	275

- Sustained operational performance in 2024
- Bolt-on acquisitions, including 2 major investments in influencer marketing and commerce

(1) 2024: Change in earn-out & buy-out (-€115m), currency translation adjustments & change in fair value of swaps (€198m) & others (€8m).
2023: Change in earn-out & buy-out (-€65m), currency translation adjustments & change in fair value of swaps (-€84m) & others (-€16m).



NET FINANCIAL DEBT

(€ million)	2024	2023
Net financial debt, average	585	432
Net financial debt, year-end	(775)	(909)

S&P
.....
BBB+
Outlook stable

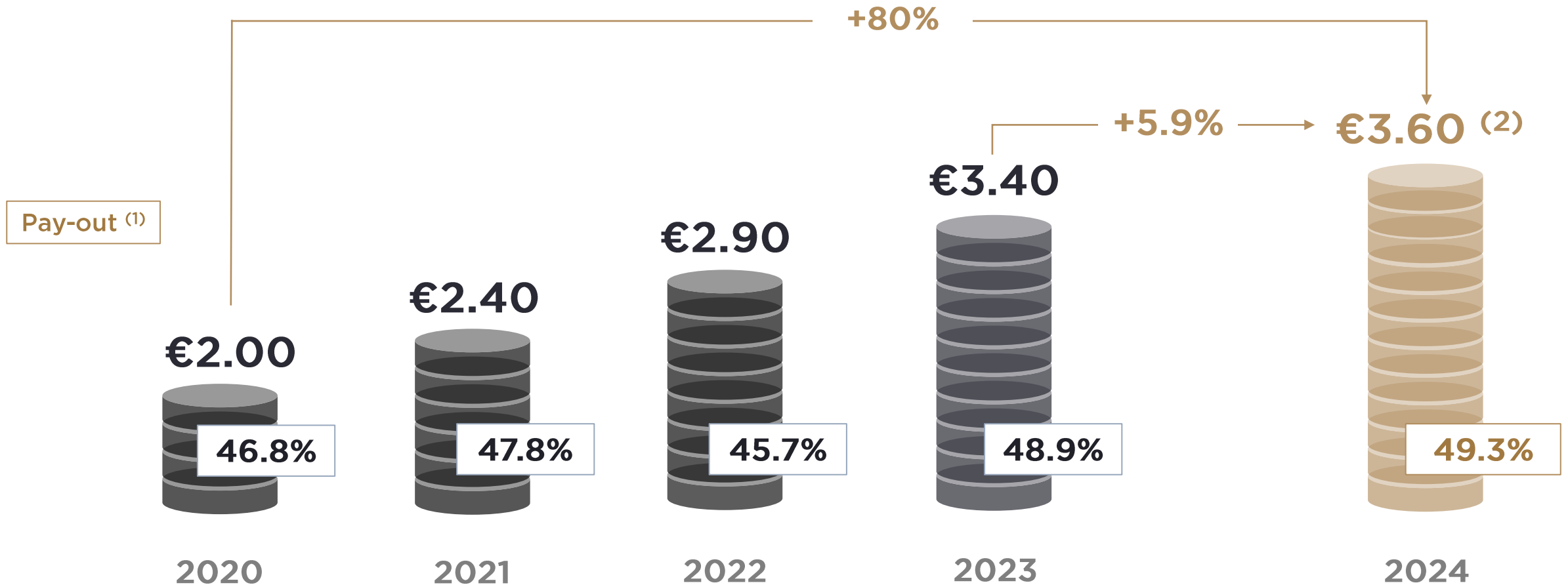
Moody's
.....
Baa1
Outlook stable

- Increase of average net financial debt by c. €150m vs. 2023 due to acquisitions completed in 2024





DIVIDEND



Dividend fully paid in cash

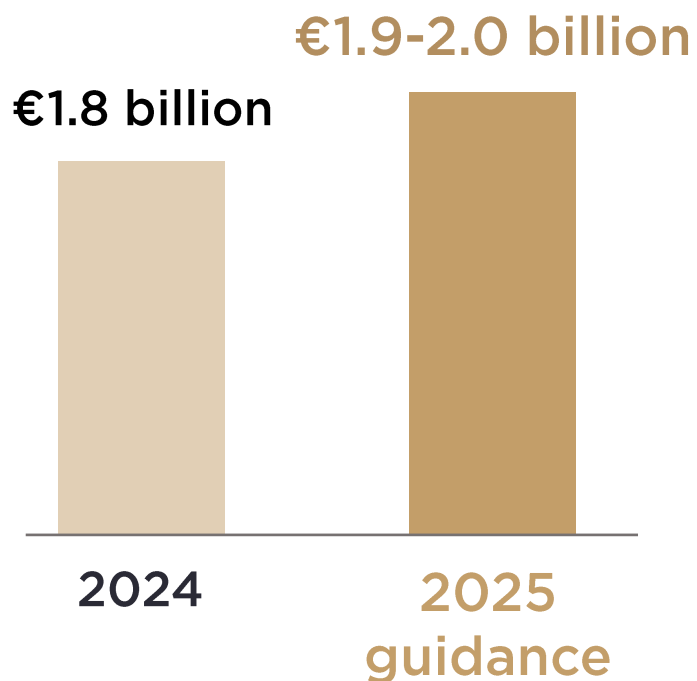
(1) Dividend per share / diluted EPS.

(2) 2024 dividend submitted to shareholders' approval at the AGM on May 27, 2025.



2025 CAPITAL ALLOCATION

Free cash flow ⁽¹⁾



Dividend
€900-950m

Share repurchase
c. €150m

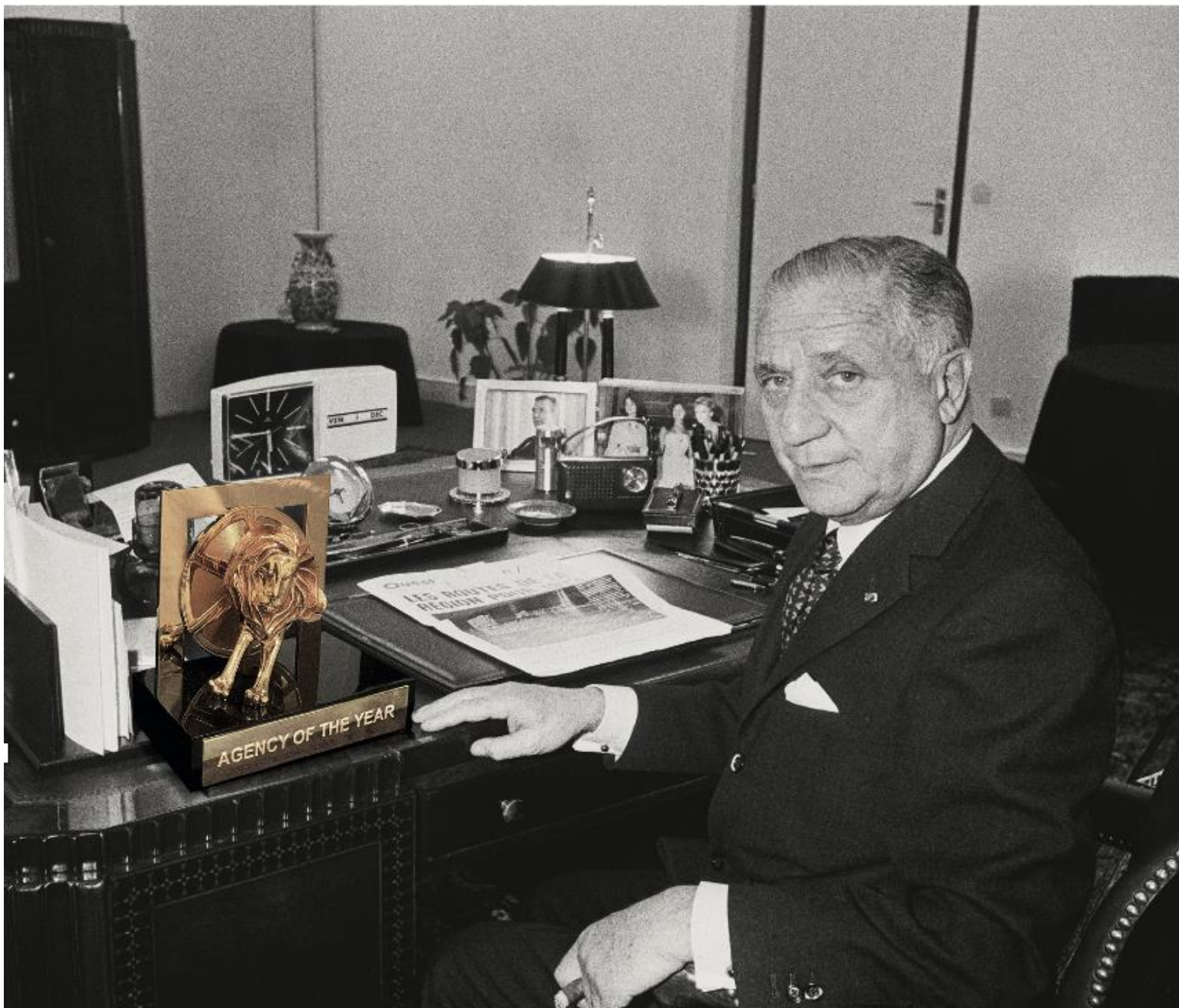
Bolt-on M&A
€800-900m



(1) Before working capital requirement.



One last thing
on 2024...



We gave ourselves 100 years.
We were a bit early.

Publicis Conseil,
Agency of the Year at
Cannes Lions 2024.





AGENDA

2024 HIGHLIGHTS

2024 FINANCIAL RESULTS

1ST QUARTER 2025
AND OUTLOOK





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2021

2022

2023

2024

2025:

ANOTHER RECORD YEAR



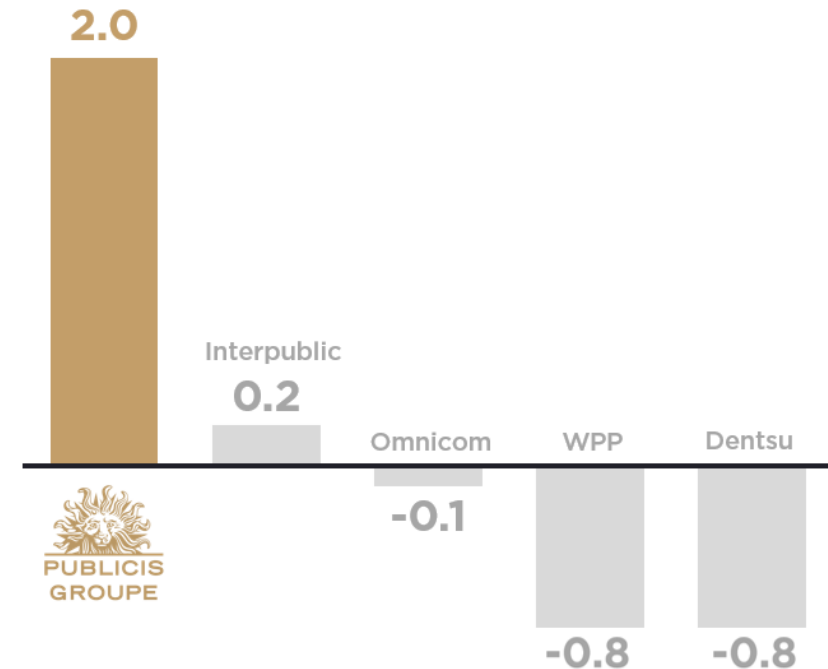
A VERY GOOD START TO 2025

+4.9%
Q1'25 organic growth

Accelerating
vs. 5Y CAGR of +4.5%

Record-high performance with 12 material wins in Q1

Net new business billings, Q1 2025 (in \$ bn) ⁽¹⁾



Very high retention rate



2025 OUTLOOK

Confirming all 2025 guidance
despite the uncertain macroeconomic context

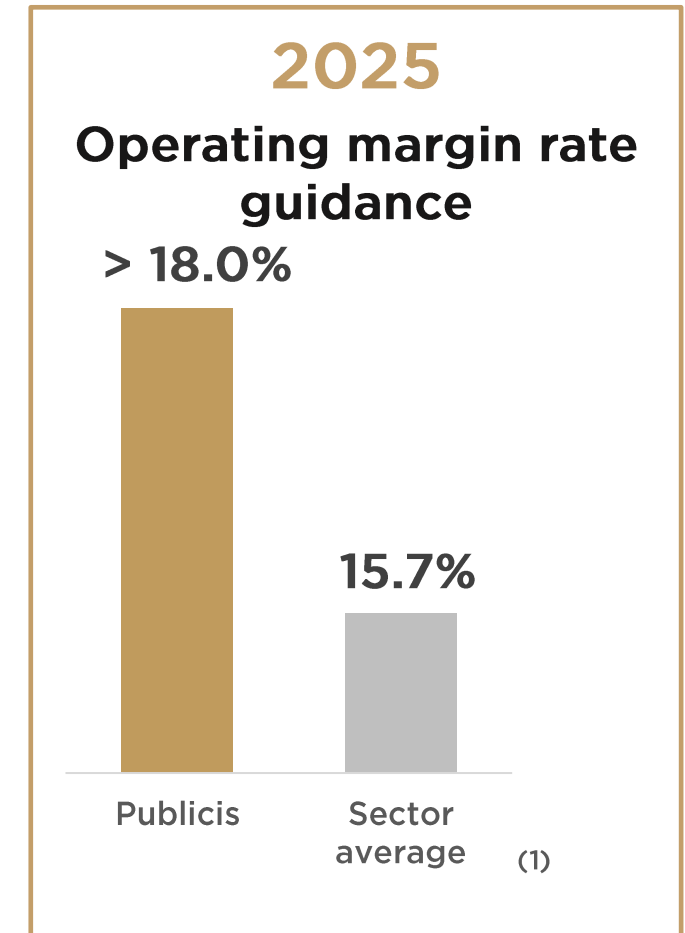
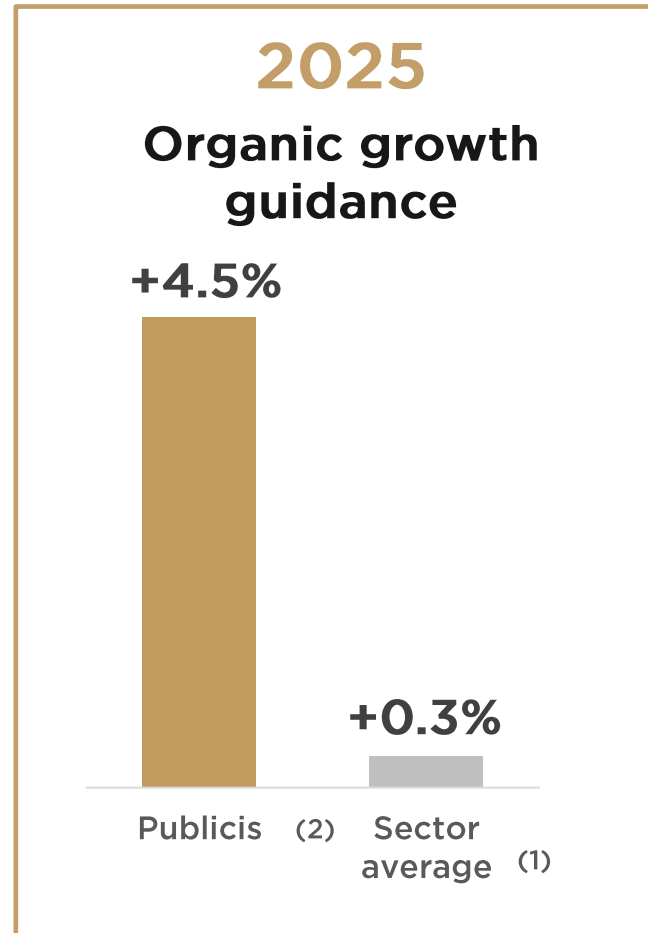
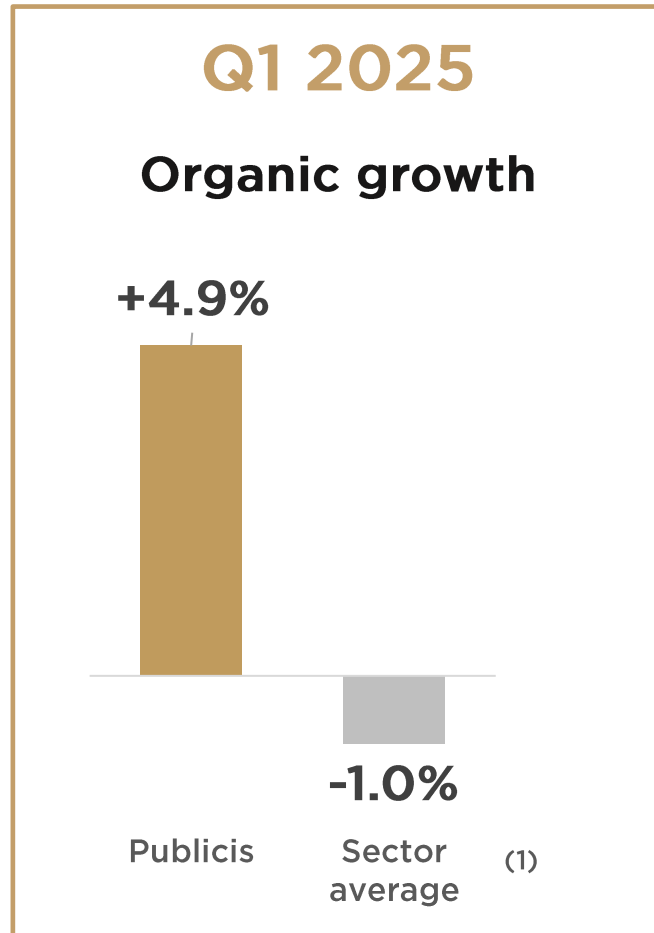
2025 organic growth expected between +4% and +5%

Operating margin slightly above 18%
Free cash flow ⁽¹⁾ between €1.9 to €2.0 billion



(1) Before working capital requirement.

A PERFORMANCE THAT IS WIDENING THE GAP WITH COMPETITION



(1) Average of reported numbers by Omnicom, Interpublic and WPP. Omnicom's organic growth is based on revenue.
(2) Mid-point of Publicis' full-year guidance range.



2 key reasons for our confidence



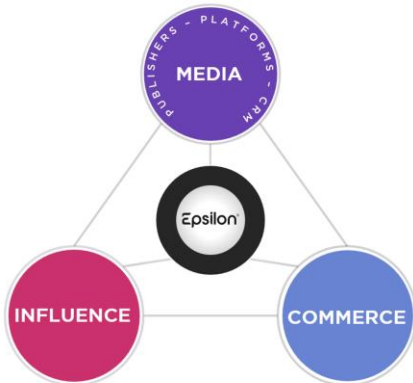
1. WE HAVE WHAT OUR CLIENTS NEED

WORLD'S BEST PROPRIETARY IDENTITY GRAPH



See and engage with
91% of adults on the
internet around the world

INDUSTRY'S STRONGEST CONNECTED MEDIA ECOSYSTEM



Optimize marketing
spend by linking it to our
clients' business goals

UNIQUE PRODUCTION BACKBONE



50 end-to-end content studios
around the world
linked to our identity graph

Minimize waste and
maximize asset reuse

TECHNOLOGY TO CONSTRUCT THE INFRASTRUCTURE OF TOMORROW

25,000 engineers at

publicis
sapient

Future-proof our
clients' marketing
models in the age of AI

Artificial intelligence



2. THE BEST TEAMS IN THE INDUSTRY



Thank you



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REPORT OF THE LEAD DIRECTOR





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REPORT OF THE COMMITTEES





AUDIT AND FINANCIAL RISKS COMMITTEE

COMPOSITION & ACTIVITIES IN 2024

100%
Independent Directors

**Independent
Directors**

Main activities in 2024

Chair of the Committee	
Jean Charest	✓
Members of the Committee	
Thomas H. Glocer	✓
André Kudelski	✓
Suzan LeVine	✓
Tidjane Thiam	✓

- Reviewing of consolidated and corporate financial statements
- Monitoring the work of the Statutory Auditors and the Sustainability Auditor
- Examining the significant risks identified by the Groupe
- Tracking of non-financial reporting (including the double materiality matrix)
- Supervision of internal audit activities
- Monitoring internal controls and risks associated with litigation and investigations

Assisted by Mr. Jean-Michel Étienne, permanent expert of the Audit and Financial Risks Committee

The main activities completed by the Committee in 2024 are described in Chapter 3.1 of the Universal Registration Document (pages 97 and 98)





COMPENSATION COMMITTEE

COMPOSITION & ACTIVITIES IN 2024

**100%
Independent
Directors**

**Independent
Directors**

Main activities in 2024

Chair of the Committee

Antonella Mei-Pochtler

✓

Members of the Committee

Thomas H. Glocer

✓

André Kudelski

✓

Patricia Velay-Borrini, *Director representing employees*

Groupe employees:

- 2023 bonus pool paid in 2024
- 2025 envelope for equity plans
- Living wage and pay equity
- Management Committee: review of bonuses and compensation reviews for 2024
- Information on increases and recruitments of key Comex members

Corporate officers:

- 2024 compensation policy, including performance share grants
- 2023 variable compensation paid in 2024

Assisted by Mr. Michel Cicurel, permanent expert of the Compensation Committee

The main activities completed by the Committee in 2024 are described in Chapter 3.1 of the Universal Registration Document (page 101)





COMPENSATION COMMITTEE

2025 COMPENSATION POLICY DIRECTORS

- Annual budget increased from euro 1.5 to 1.7 million
- The Directors' compensation structure remains unchanged





COMPENSATION COMMITTEE

2025 COMPENSATION POLICY CHAIRMAN AND CHIEF EXECUTIVE OFFICER

- The compensation of the Chairman and Chief Executive Officer remains unchanged in its structure and amount
- Performance conditions applicable to the annual variable compensation have been adapted, in particular with regards to Corporate Social Responsibility criteria
- Overperformance would only relate to the financial criteria

Annual fixed compensation

1 170 000 €

Annual variable compensation

**Cible : 200 % du fixe annuel
Max : 300 % du fixe annuel**

Variable long-term compensation

**Cible : 300 % du fixe annuel
Max : 350 % du fixe annuel**

To which is added his compensation as Director;
no compensation is paid for his duties as Chairman of the Board of Directors.



COMPENSATION COMMITTEE

COMPENSATIONS IN RESPECT OF THE 2024 FINANCIAL YEAR

**Mr. Maurice Lévy, Chairman of the Supervisory Board up
to May 29, 2024**

Annual fixed compensation	€ 541,667
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Compensation solely related to membership of the Supervisory Board	€ 76,000
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COMPENSATION COMMITTEE

COMPENSATIONS IN RESPECT OF THE 2024 FINANCIAL YEAR

Mr. Arthur Sadoun, Chairman of the Management Board up to May 29, 2024, then Chairman and Chief Executive Officer as from May 29, 2024

Annual fixed compensation € 1,170,000

Annual variable compensation € 3,510,000

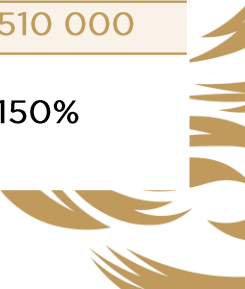
TOTAL* € 4,680,000

Performance shares granted in 2024 € 3,505,879

* Excluding his compensation as Director

Criteria	Objective achievement level	Amount to be paid
Financial performance of Publicis Groupe		
- Organic growth	Maximum objective exceeded (150%)	€ 1 404 000
- Operating margin	Maximum objective achieved (150%)	€ 1 404 000
Individual non-financial criteria		
Corporate Social Responsibility (CSR):		
- Diversity, Equity and Inclusion	Maximum objective achieved (150%)	€ 351 000
- Fight against climate change	Maximum objective achieved (150%)	€ 351 000
Total		€ 3 510 000

Achievement rate 150%





COMPENSATION COMMITTEE

MEMBERS OF THE MANAGEMENT BOARD UP TO MAY 29, 2024

2024 Compensations as corporate officers (ex post)

	Gross fixed compensation	Annual variable compensation		TOTAL*	Performance shares 2024
		Amount awarded	Achievement rate		
Anne-Gabrielle Heilbronner	€ 244 920	€ 259 616	106%	€ 504 536	€ 1 074 427
<i>From January 1st to May 29th, 2024</i>					
Loris Nold	€ 212 870	€ 380 824 €	119%	€ 593 694	€ 1 253 439
<i>From February 8th to May 29th, 2024</i>					
Michel-Alain Proch	€ 77 143	n/a	n/a	€ 77 143	n/a
<i>From January 1st to February 8th, 2024</i>					

* Excluding benefits in kind



STRATEGIC, ENVIRONMENTAL AND SOCIAL COMMITTEE

COMPOSITION & ACTIVITIES IN 2024

67%
Independent Directors

**Independent
Directors**

Main activities in 2024

Chair of the Committee

Marie-Josée Kravis



Members of the Committee

Simon Badinter

Sophie Dulac

Thomas H. Glocer



Antonella Mei-Pochtler



Tidjane Thiam



Pierre Pénicaud, *Director representing employees*

- Reviewing of the Groupe's strategic and development options, including action plans for data management
- Reflection on external growth strategy
- Monitoring of the Corporate Social Responsibility (CSR) strategy, Group Duty of Care plan and risk mapping

The main activities completed by the Committee in 2024 are described in Chapter 3.1 of the Universal Registration Document (page 102)



NOMINATING COMMITTEE

COMPOSITION & ACTIVITIES IN 2024

80%
Independent Directors

**Independent
Directors**

Main activities in 2024

Chair of the Committee

Élisabeth Badinter, *Vice-Chair of the Board of Directors*

Members of the Committee

Jean Charest	✓
Marie-Josée Kravis	✓
André Kudelski	✓
Suzan LeVine	✓

- Monitoring of the composition of the Board
- Updating the skills matrix
- Providing recommendations concerning the Groupe's governance structure change
- Reviewing Board members independence
- Working on succession planning for key executives

The main activities completed by the Committee in 2024 are described in Chapter 3.1 of the Universal Registration Document (page 99)





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REPORTS ISSUED BY THE STATUTORY AUDITORS






REPORTS ISSUED BY THE STATUTORY AUDITORS

For the General Shareholder's Meeting

- On the Annual Financial Statements (1st resolution)
- On the Consolidated Financial Statements (2nd resolution)
- On the Related-Party Agreements (4th resolution)

For the Extraordinary General Shareholders' Meeting

- On the reduction in capital by cancellation of repurchased shares (18th resolution)
 - On the authorization for allocation of stock options and/or share purchase plans (19th resolution)
 - On the issue of ordinary shares and/or securities reserved for employees who are members of a company savings scheme (20th resolution)
 - On the issue of ordinary shares and/or marketable securities for certain categories of beneficiaries with cancellation of preferential subscription rights (21st resolution)
- 



REPORTS ISSUED BY THE STATUTORY AUDITORS

REPORTS ON CONSOLIDATED AND ANNUAL FINANCIAL STATEMENTS (as of February 4th and of April 23th 2025)

Consolidated Financial Statements

**Chapter 6.7, pages 340-346,
Universal Registration
Document 2024**

**Annual Financial Statements
Chapter 7.6, pages 368-372,
Universal Registration
Document 2024**

Opinion on the Consolidated and Annual Financial Statements

Unqualified certification

Key audit matters

Consolidated financial statements

Revenue recognition,
Valuation of goodwill and intangible assets,
Accounting and valuation of provisions for risks and
litigation, liabilities
relating to tax risks and litigation, and contingent liabilities

Annual financial statements

Valuation of investments

Specific Verifications





REPORTS ISSUED BY THE STATUTORY AUDITORS

REPORT ON THE RELATED-PARTY AGREEMENTS (as of April 23th 2025)

Related-Party Agreements
Chapter 3.4, page 146,
Universal Registration
Document 2024

Agreements submitted for approval to the General Shareholders' Meeting

We have been advised of an agreement authorized and entered during the year for your approval.

Acquisition by Publicis Groupe S.A. of 150 000 shares held by Mrs. Sophie Dulac, member of the Supervisory Board, then from May 29, 2024, of the Board of Directors of Publicis Groupe S.A.

Agreements previously approved by the General Shareholders' Meeting

We have not been advised of any agreement already approved by your General Shareholders' Meeting which remained in force during the year.





REPORTS ISSUED BY THE STATUTORY AUDITORS

REPORTS ISSUED FOR THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING

(as of April 23th 2025 – available online)

**On the reduction in capital by cancellation of
repurchased shares**
18th resolution

**On authorization to grant existing or to be issued
free shares**
19th resolution

**Issue of ordinary shares and/or securities reserved for
employees who are members of a company savings
scheme**
20th resolution

**Issue of ordinary shares and/or marketable securities for
certain categories of beneficiaries with cancellation of
preferential subscription rights**
21st resolution

We have no matters to report as to the terms and conditions of the proposed operations.

As some final issuance conditions have not yet been determined, we will issue, as needed, a supplementary report when your Board of Directors where applicable, will use those authorizations.





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Q&A



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VOTE OF RESOLUTIONS





VOTE OF RESOLUTIONS

BOX OPERATION

Smart card

The box will only work if your smart card is correctly inserted

To vote :

Simply press the key corresponding to your choice

1 = For

2 = Against

3 = Abstain

Message on bottom line of box display:

Mention « acquitted »: your vote is taken into account, but you can still modify it

Mention « voted »: the vote is closed and your vote is definitively recorded





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



1ST RESOLUTION

Approval of the corporate financial statements for fiscal year 2024



- 1 = For**
- 2 = Against**
- 3 = Abstain**





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



2ND RESOLUTION

Approval of the consolidated financial statements for fiscal year 2024



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



3RD RESOLUTION

Allocation of the net income for fiscal year 2024 and declaration of a dividend of €3.60 per share



- 1 = For**
- 2 = Against**
- 3 = Abstain**





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



4TH RESOLUTION

Approval of the related-party agreement concluded with Mrs Sophie Dulac



- 1 = For**
- 2 = Against**
- 3 = Abstain**





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



5TH RESOLUTION

Noting of the expiry of the mandate of Ernst & Young et Autres and
appointment of PricewaterhouseCoopers Audit as Statutory Auditor
responsible for certifying
the financial statements



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



6TH RESOLUTION

Noting of the expiry of the mandate of Grant Thornton and appointment of PricewaterhouseCoopers Audit as Statutory Auditor responsible for certifying sustainability information



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



7TH RESOLUTION

Appointment of KPMG S.A. as Statutory Auditor responsible for certifying sustainability information



- 1 = For**
- 2 = Against**
- 3 = Abstain**





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



8TH RESOLUTION

Approval of the information on the compensation of Corporate Officers for the fiscal year 2024 referred to in I of Article L. 22-10-9 of the French Commercial Code



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



9TH RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to Mr. Maurice Lévy, Chairman of the Supervisory Board until May 29, 2024



- 1 = For**
- 2 = Against**
- 3 = Abstain**





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



10TH RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to Mr. Arthur Sadoun, Chairman of the Management Board until May 29, 2024



- 1 = For**
- 2 = Against**
- 3 = Abstain**





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



11TH RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to Mrs. Anne-Gabrielle Heilbronner, member of the Management Board until May 29, 2024



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



12TH RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to Mr. Loris Nold, member of the Management Board from February 8 to May 29, 2024



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



13TH RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to Mr. Michel-Alain Proch, member of the Management Board until February 8, 2024



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



14TH RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2024 to Mr. Arthur Sadoun, Chairman and Chief Executive Officer, as of May 29, 2024



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



15TH RESOLUTION

Approval of the compensation policy for the Chairman and Chief Executive Officer with respect to fiscal year 2025



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



16TH RESOLUTION

Approval of the compensation policy for the Directors with respect to fiscal year 2025



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



17TH RESOLUTION

Authorization to the Board of Directors, for a period of eighteen months, to allow the Company to trade in its own shares



- 1 = For**
- 2 = Against**
- 3 = Abstain**





PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



18TH RESOLUTION

Authorization to the Board of Directors to decrease the capital via the cancellation of all or part of the Company's share capital



- 1 = For**
- 2 = Against**
- 3 = Abstain**



PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



19TH RESOLUTION

Authorization to the Board of Directors, for a period of thirty-eight months, to grant stock options, entailing the waiver by shareholders of their preferential subscription rights, and/or rights for all or part employees and/or Corporate Officers of the Company or of companies of the Group to purchase shares



- 1 = For
- 2 = Against
- 3 = Abstain



PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



20TH RESOLUTION

Delegation of authority to the Board of Directors, for a period of twenty-six months, to decide to issue ordinary shares in the Company or securities giving access to ordinary shares in the Company or one of its subsidiaries, without preferential subscription rights, in favor of subscribers to a Company savings plan



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING

21ST RESOLUTION

Delegation of authority to the Board of Directors, for a period of eighteen months, to decide to issue ordinary shares in the Company or securities giving access to ordinary shares in the Company or one of its subsidiaries, without preferential subscription rights, in favor of certain categories of beneficiaries, in the context of employee share ownership plans



1 = For

2 = Against

3 = Abstain



PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



22ND RESOLUTION

Amendment to articles 12, 13 et 19 of the Articles of Incorporation



1 = For

2 = Against

3 = Abstain





PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



23RD RESOLUTION

Powers to carry out formalities



- 1 = For**
- 2 = Against**
- 3 = Abstain**





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