



**PUBLICIS**  
**GROUPE**



# COMBINED GENERAL SHAREHOLDERS' MEETING

29 MAY 2024



# AGENDA

# AGENDA 1/2

## Ordinary General Shareholders' Meeting – Resolutions:

| Resolution no.    | Purpose of the resolutions  |
|-------------------|---|
| <b>N°1</b>        | Approval of the corporate financial statements for fiscal year 2023   |
| <b>N°2</b>        | Approval of the consolidated financial statements for fiscal year 2023  |
| <b>N°3</b>        | Allocation of the net income for fiscal year 2023 and declaration of dividend   |
| <b>N°4</b>        | Special report of the Statutory Auditors on related-party agreements referred to in Article L. 225- 86 of the French Commercial Code  |
| <b>N°5</b>        | Appointment of Grant Thornton as the independent third-party body responsible for certifying sustainability information   |
| <b>N°6</b>        | 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  |
| <b>N°7 to 10</b>  | Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2023 to the Chairman of the Supervisory Board, the Chairman of the Management Board and the other members of the Management Board |
| <b>N°11 to 14</b> | Approval of the compensation policy for the Chairman of the Supervisory Board, the members of the Supervisory Board, the Chairman of the Management Board and the other members of the Management Board, in respect of the 2024 financial year              |
| <b>N°15</b>       | Authorization to the Board of Directors or the Management Board as the case may be, for a period of eighteen months, to allow the Company to trade in its own shares  |
| <b>N°16 to 26</b> | Approval of delegations of authority and authorizations granted to the Management Board or the Board of Directors, as the case may be, to carry out certain financial transactions  |



## AGENDA 2/2

### Extraordinary General Shareholders' Meeting – Resolutions:

| Resolution no. | Purpose of the resolutions  |
|----------------|---|
| <b>N°27</b>    | Amendment of the Company's corporate purpose and corresponding amendment to the Articles of Incorporation   |
| <b>N°28</b>    | Extension of the Company's term and corresponding amendment to the Articles of Incorporation  |
| <b>N°29</b>    | Change of management structure to a "Société Anonyme" (joint stock company) with a Board of Directors and adoption of new Articles of Incorporation |

### Ordinary General Shareholders' Meeting – Resolutions:

#### Into force resolutions (from the 30<sup>th</sup> to 42<sup>nd</sup>) if the 29<sup>th</sup> resolution is approved:

|                   |  |
|-------------------|--|
| <b>N°30 to 40</b> | Appointment of eleven Directors  |
| <b>N°41</b>       | Approval of the compensation policy for the Chairman and Chief Executive Officer |
| <b>N°42</b>       | Approval of the compensation policy for the Directors                            |

#### Into force resolutions (from the 43<sup>rd</sup> to 46<sup>th</sup>) if the 29<sup>th</sup> resolution is rejected:

|                   |  |
|-------------------|--|
| <b>N°43 to 46</b> | Renewal of the term of office of Mrs. Sophie Dulac, Mrs. Marie-Josée Kravis, Mr. Thomas H. Glocer and Mr. André Kudelski as members of the Supervisory Board |
| <b>N°47</b>       | Powers to carry out formalities  |



---

**PUBLICIS**  
**GROUPE**



# REVIEW OF 2023 & 2024 OUTLOOK





# AGENDA

2023 HIGHLIGHTS

2023 FINANCIAL RESULTS

1<sup>st</sup> QUARTER 2024  
& OUTLOOK



# A STILL UNCERTAIN MACROECONOMIC CONTEXT IN 2023

Continued  
inflation

High interest  
rates

Conflicts in the  
Middle East  
and Ukraine

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



~~2021~~  
~~2022~~

**2023:**  
**ANOTHER RECORD YEAR**

N°1

***Organic growth***

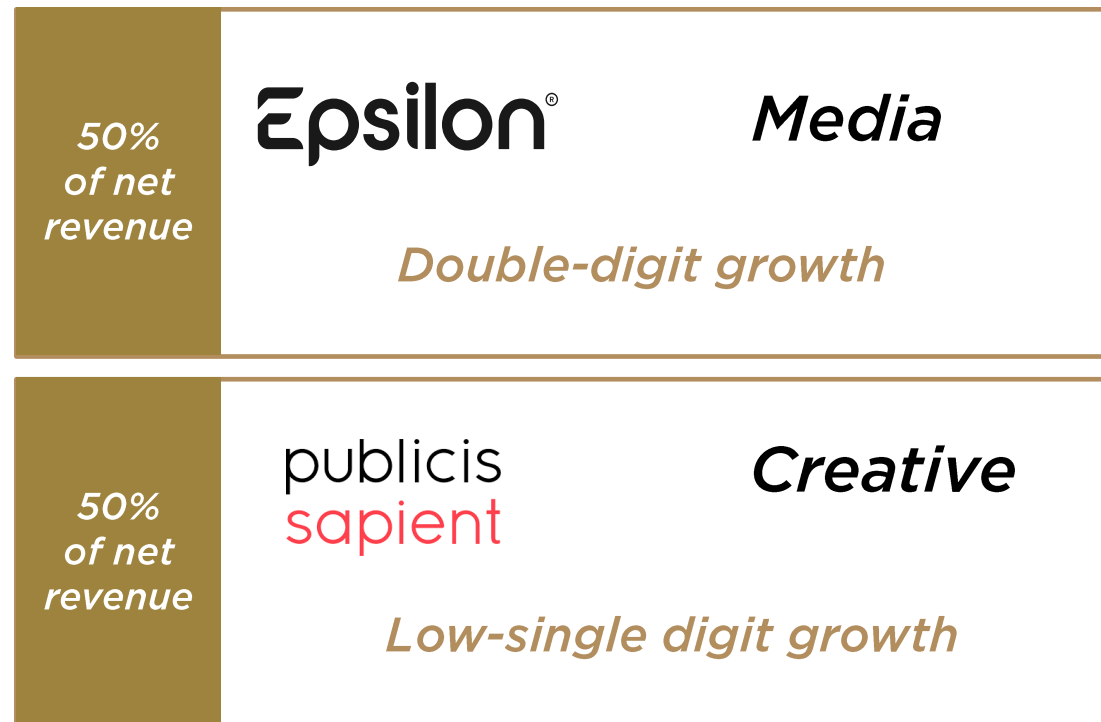
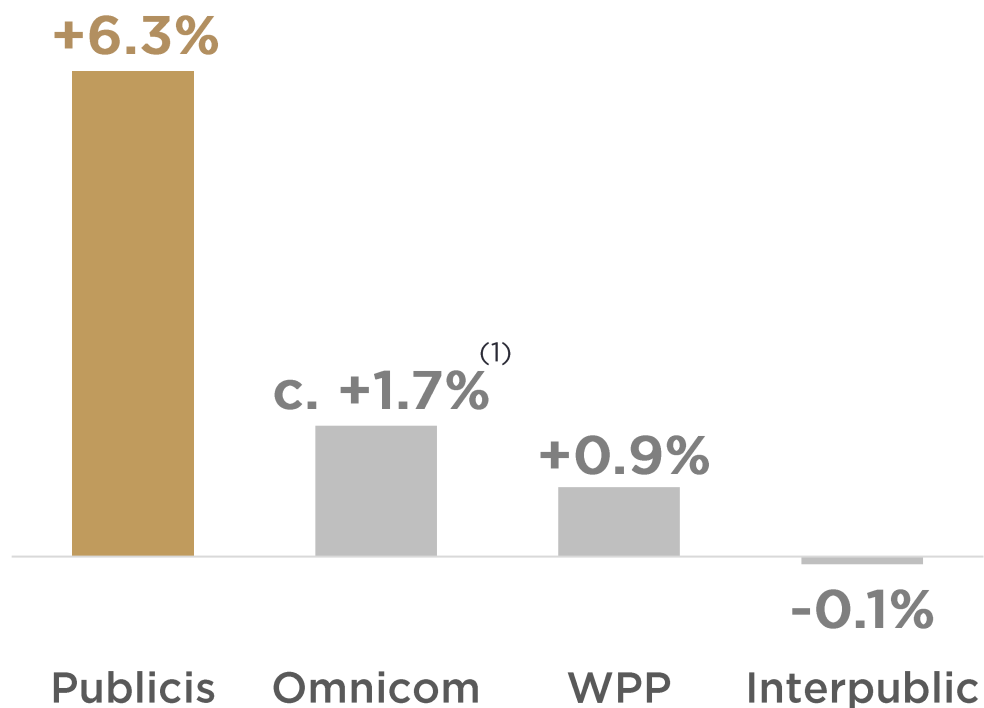
***Operating margin***

***New business***

***ESG***

# N°1 IN ORGANIC GROWTH: REVENUE MIX

Net revenue organic growth  
significantly above peers

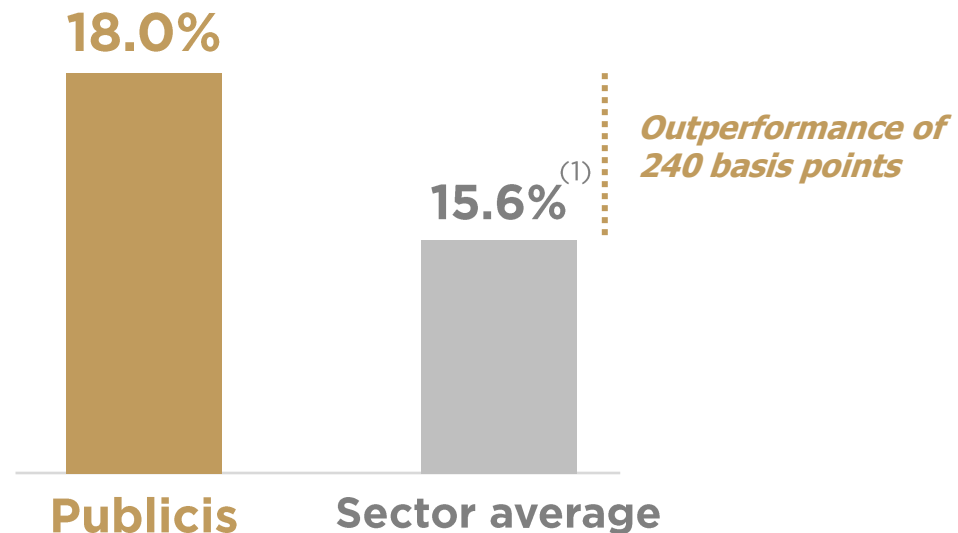


(1) Barclays estimate between 1.6% and 1.8% (7 May 2024). Revenue organic growth at +4.1%.



# N°1 IN OPERATING MARGIN: WHILE REWARDING OUR TALENT

## Operating margin rate 2023



## Value shared with employees through:

- An **average wage increase** of close to 5%, after more than 8% in 2022
- A **bonus pool and variable remuneration**, driven by the Groupe's industry-leading performance, representing more than 4% of net revenue

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

# N°1 IN NEW BUSINESS: GO-TO-MARKET

## 2023

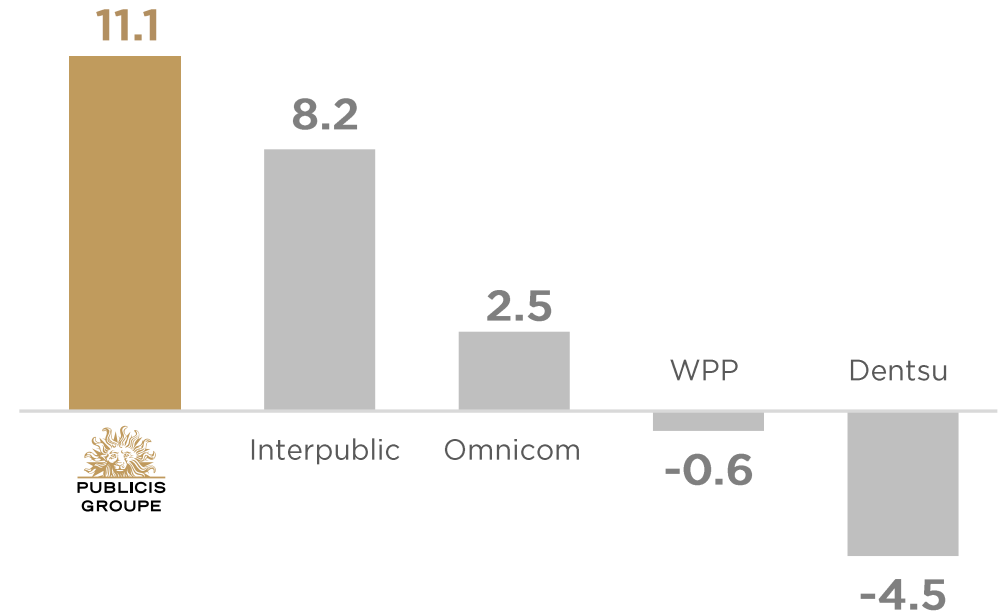
### R3 Holding Company New Business Ranking <sup>(1)</sup>

January - December

| Rank | Rank Last Quarter | Holding Group   | Estimated Creative YTD Revenue (USD \$m) | Estimated Media YTD Revenue (USD \$m) | Estimated Overall YTD Revenue (USD \$m) | As of % 2022 Revenue (USD \$m) | N° of wins |
|------|-------------------|-----------------|--|---------------------------------------|---|--------------------------------|------------|
| 1    | 1                 | Publicis Groupe | 385.1                                    | 314.9                                 | 700.0                                   | 6.6%                           | 2,117      |
| 2    | 2                 | WPP             | 390.4                                    | 135.1                                 | 525.5                                   | 4.5%                           | 1,515      |
| 3    | 3                 | Interpublic     | 323.2                                    | 73.7                                  | 396.9                                   | 4.6%                           | 508        |
| 4    | 4                 | Omnicom         | 168.2                                    | 208.0                                 | 376.2                                   | 3.3%                           | 563        |

## 2019-2023

Net new business billings (in bn\$) <sup>(2)</sup>



(1) Source: R3's 2023 Holding Group ranking.

(2) Source: JPMorgan research.

# N°1 IN ESG IN THE INDUSTRY

Publicis still ranked #1 in the industry on ESG  
by most leading extra-financial rating agencies

Bloomberg

ecovadis

ISS ESG

MOODY'S

MSCI



S&P Global

SUSTAINALYTICS

SUSTCO  
SCORE

## Recognitions

- Only player in the industry listed in the 2024 S&P Yearbook <sup>(1)</sup>
- One of the top-rated companies by Sustainalytics in both the industry and in Europe

## Publicis listed in the key ESG indexes

Dow Jones  
Sustainability Europe  
Index

Dow Jones  
Sustainability World  
Index



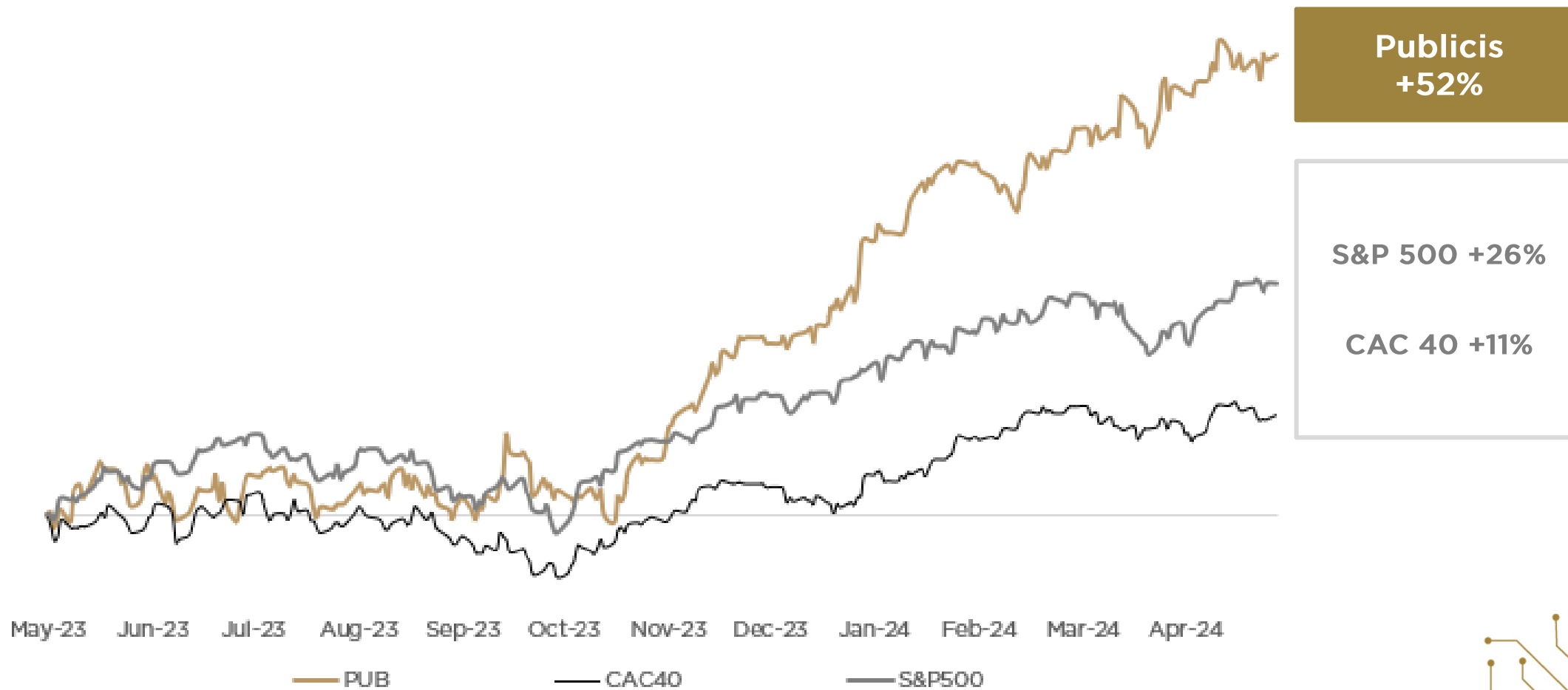
FTSE4Good

CAC 40 ESG

CAC SBT 1.5

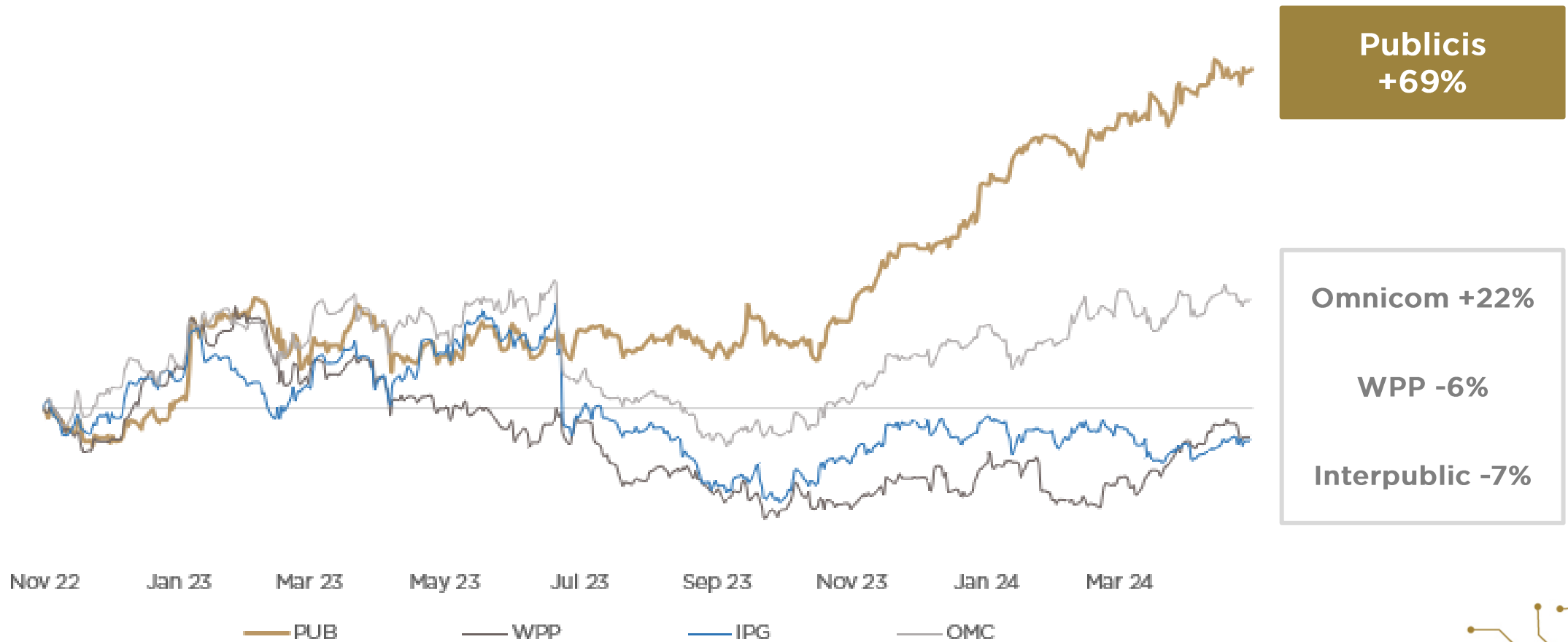
(1) 759 companies listed.

# PUBLICIS HAS OUTPERFORMED FRENCH AND U.S. MARKETS IN THE LAST YEAR...



Note : Share price performance in euros, from 29/05/2023 to 27/05/2024.

# ...AND CLEARLY STOOD OUT FROM ITS COMPETITORS



Note : Share price performance in euros, from 28/11/2022 to 27/05/2024.



# AGENDA

2023 HIGHLIGHTS

2023 FINANCIAL RESULTS

1<sup>st</sup> QUARTER 2024  
& OUTLOOK



## KEY 2023 FIGURES

Net revenue

**€13.1bn**

**+6.3% organic**  
**+4.2% reported**

Operating  
margin

**c. €2.4bn**

**+4.3 % reported**

Underlying  
free cash flow <sup>(1)</sup>

**c. €1.8bn**

**vs. €1.7bn in 2022**

Net debt (cash)  
(average)

**€432m**

**vs. €685m in 2022**

(1) Before change in working capital. **Reported** free cash flow of €1.5bn includes the net impact of the Rosetta settlement for €148m.

# OPERATING MARGIN

| (€ million)             | 2023          | 2022          |
|-------------------------|---------------|---------------|
| <b>Net revenue</b>      | <b>13,099</b> | <b>12,572</b> |
| <b>Operating margin</b> | <b>2,363</b>  | <b>2,266</b>  |
| <b>% net revenue</b>    | <b>18.0%</b>  | <b>18.0%</b>  |

- Operating margin rate of 18.0% maintained at highest level in the industry
- Continued investment to support growth
  - Close to 4,000 net recruits, and +1,800 people via acquisitions made in 2023
  - Bonus pool (including share-based incentives) relatively stable compared to 2022's record-high level
  - First phase of artificial intelligence plan for €25m



# SELECTED CASH FLOW ITEMS AND CHANGE IN NET DEBT

| (€ million)  | 2023         | 2022         |
|--|--------------|--------------|
| <b>Underlying free cash flow <sup>(1)</sup> before change in WCR</b> | <b>1,802</b> | <b>1,700</b> |
| Change in WCR  | (9)          | (5)          |
| Rosetta settlement   | (148)        |              |
| Dividends paid & share buybacks                                      | (924)        | (607)        |
| Acquisitions (net of disposals)                                      | (174)        | (558)        |
| Others <sup>(2)</sup>  | (272)        | 180          |
| <b>Reduction (increase) in net debt</b>                              | <b>275</b>   | <b>710</b>   |

- Sustained operational performance and higher interest on cash
- Bolt-on acquisitions, focused on digital business transformation (Practia), data (Yieldify), commerce (Corra) and artificial intelligence (Publicis Sapient AI Labs)

(1) Reported free cash flow for 2023 is €1,547m after payment of €148m under the Rosetta settlement agreement and the payment of an additional tax of euro 107 million in January 2023 relating to 2022, in application of the US Tax Cuts and Jobs Act (TCJA) on the capitalization of R&D expenses. Reported free cash flow for 2022 is €1,807m before payment of the TCJA tax of €107m in January 2023 relating to 2022.

(2) In 2023, including payment of the TCJA tax (-€107m) relating to 2022, variation of earn-outs & buy-outs, variations in FX and change in the fair value of swaps (-€149m). In 2022, including TCJA tax (+€107m) relating to 2022 but paid in 2023, variation of earn-outs & buy-outs, variations in FX and change in the fair value of swaps (€47m).

# FINANCIAL NET DEBT

| (€ million)                         | 2023         | 2022         |
|-------------------------------------|--------------|--------------|
| <b>Net financial debt, average</b>  | <b>432</b>   | <b>685</b>   |
| <b>Net financial debt, year-end</b> | <b>(909)</b> | <b>(634)</b> |

**S&P**

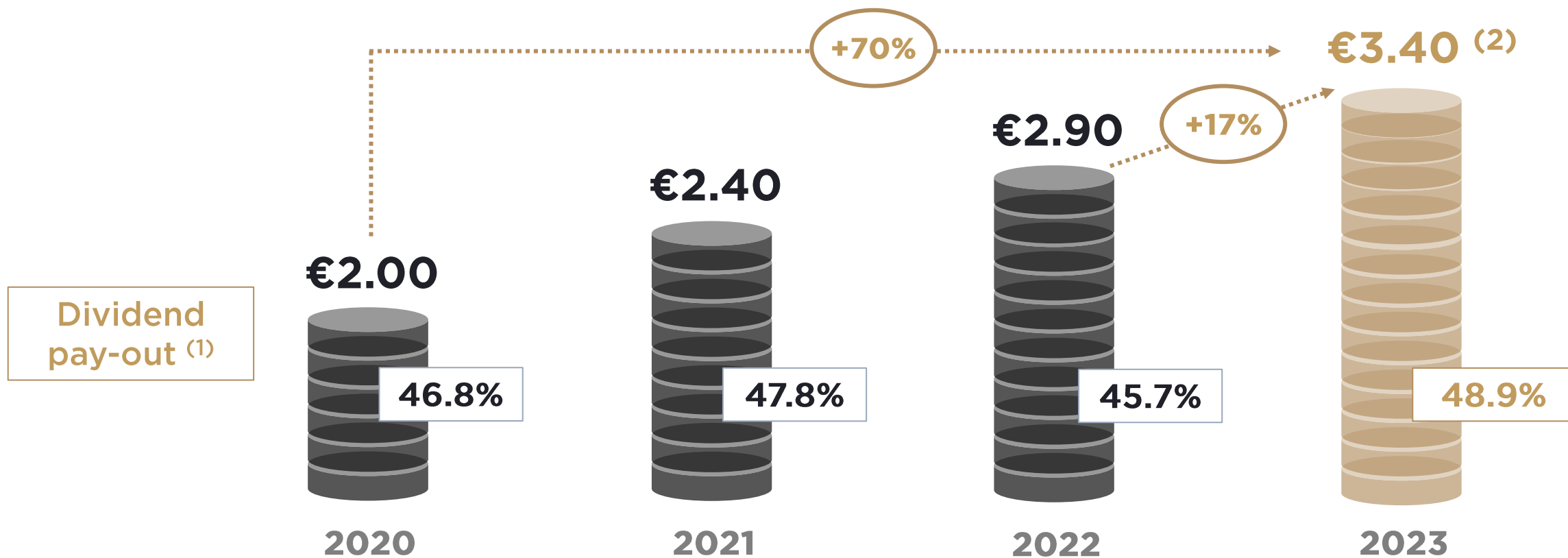
BBB+  
Outlook stable

**Moody's**

Baa1  
Outlook stable

- c. €250m reduction in average net debt vs. 2022
  - After €735m dividend, an increase of 21% vs. 2022

# DIVIDEND



Dividend fully paid in cash

(1) Dividend per share / diluted EPS.

(2) 2023 dividend submitted to shareholders' approval at the AGM on May 29, 2024.

# 2024 CASH ALLOCATION

Free cash flow  
before change in WC

**€1.8 to 1.9bn**

*vs. €1.7bn in 2023*

Dividend

**close to €900m**

*up vs. €735m in 2022*

Selective M&A

**€700-800m**

*to accelerate shift  
to an Intelligent System*

Share repurchase

**c. €200m**

*to cover LTIs and  
retain stable share count*

**185% total shareholder return over 4 years**  
*i.e. 28% per annum, on average*

# 2023: A RECORD YEAR FOR PUBLICIS FRANCE

---



**+11.3%** organic growth

**Publicis Conseil:** Winning 1<sup>st</sup> French agency and 2<sup>nd</sup> agency worldwide at Cannes Lions

**Orange:** Most viral campaign (reaching 50 million likes and 2 billion impressions)



# AGENDA

2023 HIGHLIGHTS

2023 FINANCIAL RESULTS

1<sup>st</sup> QUARTER 2024  
& OUTLOOK



# VERY STRONG START TO 2024 AHEAD OF EXPECTATIONS

**+5.3%**  
Organic

- After +7.1% in Q1 '23
- In a still challenging macro environment

**Epsilon® + Media**  
Double-digit growth

High demand for  
personalization  
at scale

**Creative**  
Low-single digit growth

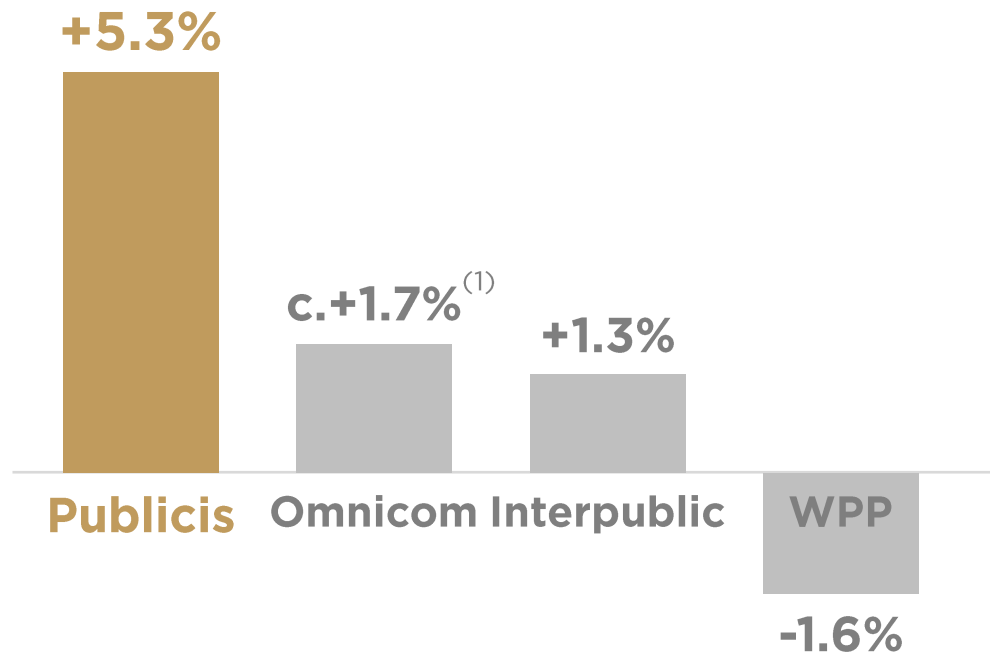
Continued  
resilience

publicis  
sapient  
Global -1.1%  
U.S. +2.2%

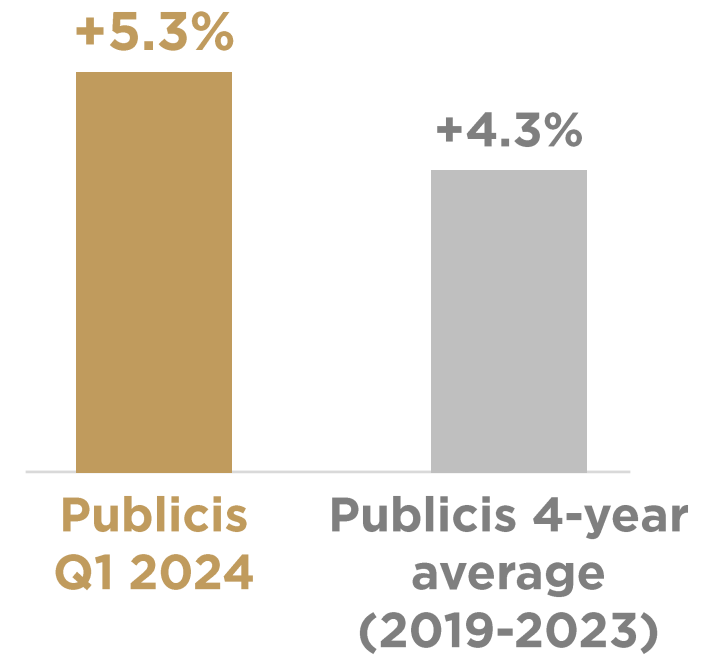
Sequentially  
improving

# ...DEMONSTRATING OUR ABILITY TO GAIN MARKET SHARE

The highest growth in the sector...



...accelerating vs. average growth  
over the last 4 years



(1) Barclays estimate between 1.7% and 1.8% (18 April 2024). Revenue organic growth at +4.0%.



# 2024 OUTLOOK

---

**Another year of outperformance  
thanks to our unique model**



**Confirming all objectives for 2024  
despite the uncertain macroeconomic context**

- **2024 organic growth expected between 4% and 5%**
- **Operating margin of 18% | FCF <sup>(1)</sup> between €1.8 and 1.9bn**

(1) Free cash flow before change in working capital, using a euro/USD exchange rate of 1.08.



# 2024: ARTIFICIAL INTELLIGENCE AT THE CORE OF OUR MODEL

**L'intelligence artificielle, une alliée pour le climat**

L'intelligence artificielle frappe le marché du travail comme un "tsunami" - Directrice générale du FMI

IA générative : une révolution pour la vidéo, le cinéma et la publicité

Intelligence artificielle : une révolution technologique majeure pour les Français

franceinfo

La France appelée à tripler ses investissements dans l'intelligence artificielle 🇫🇷

LesEchos

Comment l'IA va métamorphoser le secteur de la publicité

Le **nouvel** Economiste

**L'IA peut-elle sauver la planète ?**

LE FIGARO

L'intelligence artificielle générative devrait compléter plutôt que détruire des emplois



L'intelligence artificielle va-t-elle transformer le monde du travail ?

GrandContinent

Intelligence artificielle : l'Europe a-t-elle ses chances ?

Comment l'IA générative peut amplifier la créativité humaine

Harvard Business Review

**Intelligence artificielle : le nouvel Eldorado**

LA TRIBUNE

**L'IA, un atout indéniable pour la croissance**

Challenge

Publicis va investir 300 millions d'euros sur trois ans dans l'intelligence artificielle **Le Monde**

Publicis de plateforme à Système Intelligent grâce à l'IA

Publicis investira 300 millions d'euros dans l'IA pour poursuivre sa transformation

**Why Publicis Groupe Is Investing €300m into Its AI Ambitions**

**PUBLICIS GROUPE INVESTS \$326 MILLION IN AI, INCLUDING NEW TOOL THAT WILL TRANSFORM ITS WORKFLOW** **AdAge**

Publicis entend s'imposer dans la course à l'IA

Publicis lance un grand plan dans l'intelligence artificielle **LesEchos**

IA : Publicis investit 300 millions pour exploiter son immense gisement de données **LE FIGARO**

**High Flying Publicis Groupe Reveals Its Latest Evolution With CoreAI Centralization** **ADWEEK**

**Publicis met l'IA au cœur de son modèle avec CoreAI** **STRATÉGIES**

Le géant de la publicité Publicis consacrera 300 millions d'euros à l'IA sur 3 ans

Publicis plans €300mn AI investment after exceeding growth targets **FINANCIAL TIMES**

2.3 billion  
individual profiles

Millions of creative  
assets

650 billion media  
impression bids daily

Trillions of data points  
on performance

35 years of business  
transformation data

CoreAI



EPSILON

publicis  
sapient

M R C L

CitrusAd

Profitero

## Insight

Processing trillions of datapoints to build and sharpen hypotheses, to predict better business outcomes.

## Media

Driving media effectiveness providing clients with planning options instantly, eliminating programmatic errors and finding new growth audiences at scale.

## Creative

Realizing content personalization at scale and speed with audience accuracy, creative excellence, production efficiencies and optimization.

## Software

Bringing the best software and digitally-enabled products to market at scale faster than anyone.

## Operations

Supercharging our operations and our people in managing client, team, and individual growth.

CoreAI

A common centralized data foundation and a modular tech platform

# Human-First

=

# Ethics-Led



## Media



**We will be faster.** As a Publicis platform expert, I will launch campaigns immediately with operational excellence, ensuring we're in market before our competitors



**We will be more accurate.** As a Publicis analyst, I will intuitively optimize campaigns to outcomes quickly, holding marketing budgets accountable to business outcomes.



**We will do things that have never been done before.** As a Publicis planner, I will now deliver limitless planning – endless versions of personalized media plans, recalibrated for business signals and performance outcomes.



## Company











*Why change the  
governance structure?*

*Changing the governance structure  
to maintain our duo*





December 2006  
(photo generated without AI)







**AGENCY OF THE YEAR**

**2007, 2008, 2009, 2010**

---



**NETWORK OF THE YEAR**

**2014**

---

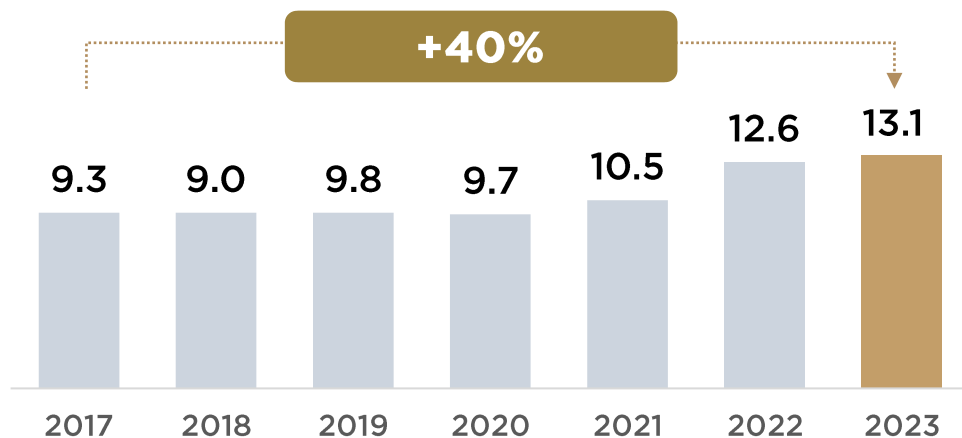


**HOLDING COMPANY OF THE YEAR**

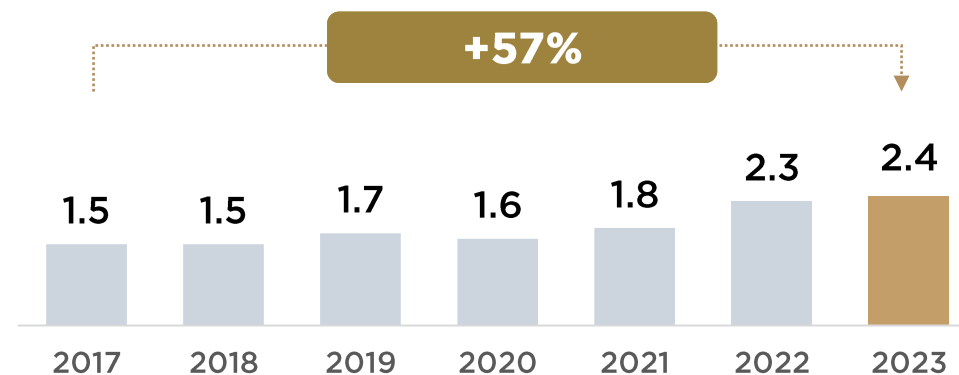
**2021**

# 7 YEARS OF ACCELERATION FOR PUBLICIS...

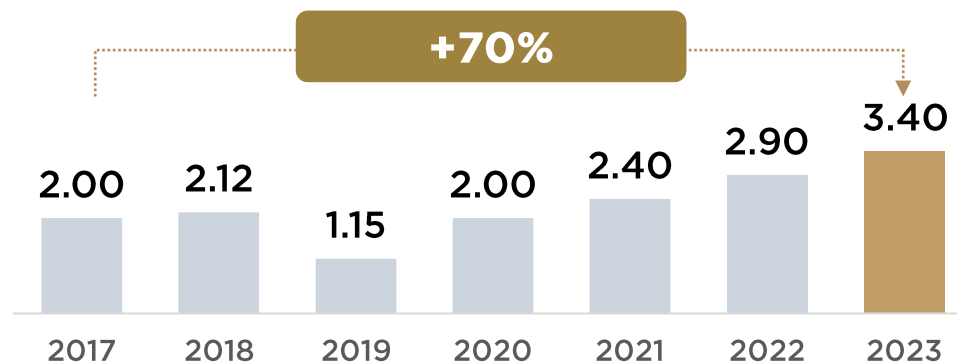
Net revenue (€bn)



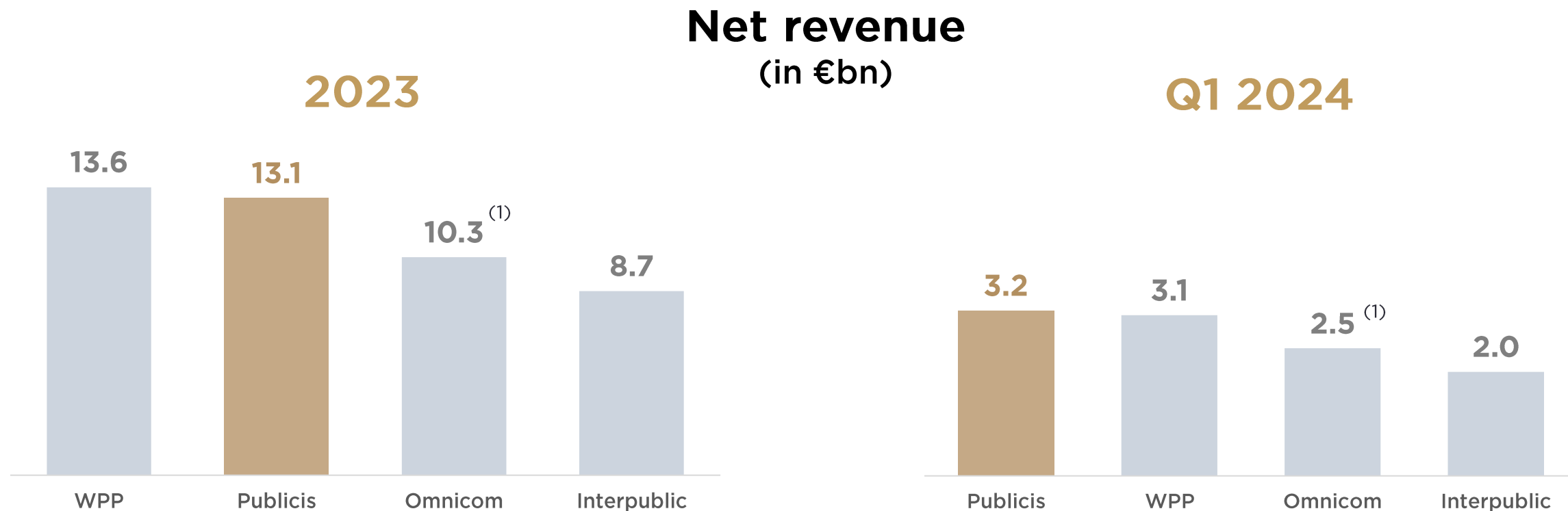
Operating margin (€bn)



Dividend per share (€)



# ...ALLOWING THE GROUPE TO MOVE UP TO NEW DIMENSIONS

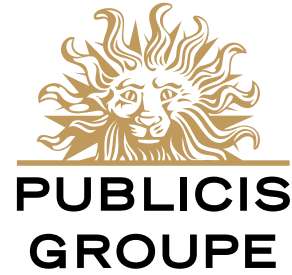


(1) Barclays estimates (notes published on 18 April and 7 May 2024).

# ...AND BECOME THE LEADING MARKET CAPITALIZATION OF THE SECTOR



Note: Market capitalisation as of 27 May 2024.



ありがとう

*Thank you*

*Grazie*

*Danke*

*Terima kasih*

**MERCI**

*Dziękuję*

*Gracias*

*Tack*

谢谢

Συχαριστώ

*Obrigado*





**PUBLICIS**  
**GROUPE**



# REPORT OF THE SUPERVISORY BOARD

# THE SUPERVISORY BOARD

**13**

**members**  
(2 members  
representing  
employees)

**45 %**

**women <sup>(1)</sup>**

**64 %**

**independent  
members <sup>(1)</sup>**

**73 %**

**foreign  
members <sup>(1)</sup>**

**5**

**specialized  
committees**

<sup>(1)</sup> Board members representing employees are not included in the calculation of these percentages.

# THE SUPERVISORY BOARD

## BOARD ACTIVITIES IN 2023

**7 BOARD MEETINGS**

**PARTICIPATION RATE 99%**

The Board's activities focused on the Groupe's business for 2023, corporate governance, compensation of corporate officers, CSR, risk management and Groupe strategy

### Review of the 2023 financial statements and observations

- The Board examined the corporate and consolidated financial statements for fiscal year 2023 and the report of the Management Board and took note of the Audit Committee's opinion on the closing of the accounts
- The Board proposes a dividend payment, paid entirely in cash, of 3.40 euro per share in respect of the 2023 financial year
- The Board had no observations to make on the Company's and Groupe's financial documents

### Resolutions

- The Board recommends to approve the resolutions put before this General Shareholders' Meeting

# CHANGE OF THE CORPORATE GOVERNANCE STRUCTURE

**On the proposal of Mr. Maurice Lévy, shareholders are invited to vote on the change of the corporate governance structure to a société anonyme (joint stock company) with a Board of Directors**

**In this new structure:**

- Mr. Arthur Sadoun would become Chairman and Chief Executive Officer
- Mrs. élisabeth Badinter would be Vice-Chair of the Board of Directors
- M. Maurice Lévy would be Honorary Chairman
- M. André Kudelski would be Lead Director to strengthen the balance of the new corporate governance structure, in line with the recommendations of the Afep-Medef Code

# CHANGE OF THE CORPORATE GOVERNANCE STRUCTURE

Proposal  
to appoint  
**6 Directors**  
for a term of  
office of  
**4 years**



Mr. Arthur Sadoun



Mr. Thomas H. Glocer



Mrs. Élisabeth  
Badinter



Mrs. Marie-Josée  
Kravis



Mrs. Sophie Dulac



Mr. André  
Kudelski

# CHANGE OF THE CORPORATE GOVERNANCE STRUCTURE

Proposal  
to appoint  
**3 Directors**  
for a term of  
office of  
**3 years**



Mr. Jean Charest



Mrs. Suzan LeVine



Mrs. Antonella Mei-Pochtler

# CHANGE OF THE CORPORATE GOVERNANCE STRUCTURE

Proposal  
to appoint  
**2 Directors**  
for a term of  
office of  
**2 years**



Mr. Simon Badinter



Mr. Tidjane Thiam



# CHANGE OF THE CORPORATE GOVERNANCE STRUCTURE

Appointment  
by the Group Work  
Council of  
**2 Directors**  
representing  
employees  
for a term of office of  
**4 years**



Mrs. Patricia Velay-Borrini



Mr. Pierre Pénicaud

# THE BOARD OF DIRECTORS

**13**

**members**  
(2 members  
representing  
employees)

**45 %**

**women <sup>(1)</sup>**

**64 %**

**independent  
members <sup>(1)</sup>**

**73 %**

**foreign  
members <sup>(1)</sup>**

**4**

**specialized  
committees**

<sup>(1)</sup> Board members representing employees are not included in the calculation of these percentages

# CHANGE OF THE CORPORATE GOVERNANCE STRUCTURE

**If the resolution relating to the change of corporate governance structure to a *société anonyme* (joint stock company) with a Board of Directors is adopted:**

The current terms of office of members of the Management Board and Supervisory Board will expire at the end of the Annual General Shareholders' Meeting on May 29, 2024

You are asked to approve:

- The appointment of eleven Directors
- The compensation policy for the Chairman and Chief Executive Officer and the Directors

**If the resolution relating to the change of corporate governance structure to a *société anonyme* (joint stock company) with a Board of Directors is rejected:**

You are asked to renew the terms of office of the following members of the Supervisory Board, which expire on the date of this General Shareholders' Meeting:

- Mrs. Sophie Dulac
- Mrs. Marie-Josée Kravis
- Mr. Thomas H. Glocer
- Mr. André Kudelski



**PUBLICIS**  
**GROUPE**



# REPORT OF THE COMMITTEES

# COMPENSATION COMMITTEE

## COMPOSITION & ACTIVITIES IN 2023

**5 meetings**

**Participation rate 100 %**

Independent  
members

### Chairman of the Compensation Committee

André Kudelski

✓

### Members of the Compensation Committee

Maurice Lévy, *Chairman of the Supervisory Board*

Thomas H. Glocer

✓

Antonella Mei-Pochtler

✓

Patricia Velay-Borrini, *Member representing employees*

**Assisted by Michel Cicurel, permanent expert of the Compensation Committee**

The main activities completed by the Committee in 2023 are described in chapter 3.1 of the Universal Registration Document (pages 85 and 86)

### Main activities in 2023

#### Groupe employees:

- 2022 bonus pool
- 2024 envelope for equity plans
- Benefits audit
- Decent wage
- Management Committee: review of bonuses compensation and revisions for 2023
- Information on increases and recruitments of key Comex members

#### Corporate officers :

- Compensation policy 2023, including performance share grants & variable compensation for 2022
- Analysis of shareholders and proxy expectations to identify improvements for the 2024 compensation policy
- Chairman's retention contract

# COMPENSATION COMMITTEE

## 2024 COMPENSATION POLICY DIRECTORS

- Transposition *mutatis mutandis* of the compensation policy applicable to members of the Supervisory Board to Directors, except the Lead Director
- Unchanged annual budget of euro 1.5 million

|                               | Director  | Committee member | Committee Chairman<br>(additional compensation for the chaired committee) | Lead Director<br>(in case of change of the corporate governance structure) |
|-------------------------------|-----------|------------------|---|--|
| Annual fixed compensation     | € 10 000  | -                | + € 7 500   | + € 30 000   |
| Compensation paid per meeting | € 6 000 € | € 6 000          | + € 1 500   | -  |

# COMPENSATION COMMITTEE

## 2024 COMPENSATION POLICY CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Transposition *mutatis mutandis* of the compensation policy applicable to the Chairman of the Management Board  
+ Compensation as Director

|  |   |
|--|---|
| <b>Annual fixed compensation</b>             | <b>€ 1,170,000</b>  |
| <b>Annual variable compensation</b>          | <b>Target : 200% of the annual fixed compensation<br/>Max : 300% of the annual fixed compensation</b> |
| <b>Variable long-term compensation</b>       | <b>Target : 300% of the annual fixed compensation<br/>Max : 350% of the annual fixed compensation</b> |
| <b>Compensation as Director</b>              | <b>Annual fixed compensation of € 10,000 + € 6,000 per meeting</b>                                    |
| <b>Compensation as Chairman of the Board</b> | <b>None</b>   |



# COMPENSATION COMMITTEE

## 2023 COMPENSATIONS

### Mr. Maurice Lévy, Chairman of the Supervisory Board

|                           |             |
|---------------------------|-------------|
| Annual fixed compensation | € 1,300,000 |
|---------------------------|-------------|

|   |           |
|---|-----------|
| Compensation solely related to<br>membership of the Supervisory Board | € 112,000 |
|---|-----------|

# COMPENSATION COMMITTEE

## 2023 COMPENSATIONS

**Mr. Arthur Sadoun, Chairman  
of the Management Board**

|                                  |                    |
|----------------------------------|--------------------|
| <b>Annual fixed compensation</b> | <b>€ 1,170,000</b> |
|----------------------------------|--------------------|

|                                     |                    |
|-------------------------------------|--------------------|
| <b>Annual variable compensation</b> | <b>€ 3,393,000</b> |
|-------------------------------------|--------------------|

|              |                    |
|--------------|--------------------|
| <b>TOTAL</b> | <b>€ 4,563,000</b> |
|--------------|--------------------|

**Performance shares granted in 2023**

**+ 167,000 shares granted under the 5-year retention contract**

| Criteria  | Objective achievement level       | Amount to be paid  |
|---|-----------------------------------|--------------------|
| <b>Financial performance of Publicis Groupe</b> |                                   |                    |
| - Organic growth                                | Maximum Objective exceeded (150%) | € 1 404 000        |
| - Operating margin                              | Maximum Objective achieved (150%) | € 1 404 000        |
| <b>Individual non-financial criteria</b>        |                                   |                    |
| <b>CSR</b>                                      |                                   |                    |
| - Diversity, Equity and Inclusion               | Achieved (100%)                   | € 234 000          |
| - Fight against climate change                  | Maximum Objective achieved (150%) | € 351 000          |
| <b>Total</b>                                    |                                   | <b>€ 3 393 000</b> |
| <i>Taux d'atteinte</i>                          |                                   | <b>145%</b>        |

# COMPENSATION COMMITTEE

## MEMBERS OF THE MANAGEMENT BOARD

### 2023 Compensations (*ex post*)

|                            | Gross fixed compensation | Annual variable compensation |                 | Benefits in kind | TOTAL       | Performance shares 2023 |
|----------------------------|--------------------------|------------------------------|-----------------|------------------|-------------|-------------------------|
|                            |                          | Montant attribué             | Taux d'atteinte |                  |             |                         |
| Anne-Gabrielle Heilbronner | € 600 000                | € 636 000                    | 106%            | € 19 430         | € 1 255 430 | € 1 048 108             |
| Michel-Alain Proch         | € 720 000                | € 691 200                    | 96%             | 1 € 8 566        | € 1 429 766 | € 1 256 717             |

### 2024 Compensation policy (*ex ante*)

|                            | Gross fixed compensation | Annual variable compensation* |         | Long term variable compensation* |
|----------------------------|--------------------------|-------------------------------|---------|----------------------------------|
|                            |                          | Target                        | Maximum |                                  |
| Anne-Gabrielle Heilbronner | € 600 000                | 100%                          | 106%    | 200%                             |
| Loris Nold**               | € 700 000                | 100%                          | 200%    | 200%                             |
| Michel-Alain Proch***      | € 77 143                 | n/a                           | n/a     | n/a                              |

\* As a % of the annual fixed compensation

\*\* New member as from February 8, 2024

\*\*\* End of the term office on February 8, 2024. Fixed compensation on a prorata temporis until February 8, 2014. Non application of the non-compete clause and cancellation of all shares granted

# AUDIT COMMITTEE

## COMPOSITION & ACTIVITIES IN 2023

**6 meetings**  
**Participation rate 100 %**

Independent  
members

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

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

The main activities completed by the Committee in 2023 are described in chapter 3.1 of the Universal Registration Document (pages 82 and 83)

### Main activities in 2023

#### Financial accounting information:

- Groupe's annual financial statements for the 2022 financial year
- Half-year financial statements at June 30, 2023
- Review of the Groupe's risk mapping

#### Internal and external control:

- 2022 assessment of the financial internal control
- 2023 review of the missions carried out by the internal audit and monitoring of the implementation of the action plans
- Validation of the 2024 internal audit Plan
- Independence of the auditors
- Selection of new auditors to replace Ernst & Young

#### Non-financial information:

- Review of the Groupe's ESG risk mapping
- Appointment of a sustainability auditor

# STRATEGY AND RISK COMMITTEE

## COMPOSITION & ACTIVITIES IN 2023

**2 meetings**  
Participation rate **93 %**

Independent  
members

### Chair of the Strategy and Risk Committee

Marie-Josée Kravis

✓

### Members of the Strategy and Risk Committee

Maurice Lévy, *Chairman of the Supervisory Board*

Simon Badinter

Thomas H. Glocer

✓

Antonella Mei-Pochtler

✓

Tidjane Thiam

✓

Pierre Pénicaud, *Member representing employees*

### Main activities in 2023

- Groupe's strategy with regard to the global macroeconomic and geopolitical situation
- Groupe's technological new boundaries
- Groupe's risk mapping
- Reflection on the risks and opportunities related to the use of AI
- ESG risk mapping
- Groupe's duty of care plan

The main activities completed by the Committee in 2023 are described in chapter 3.1 of the Universal Registration Document (page 87)

# NOMINATING COMMITTEE

## COMPOSITION & ACTIVITIES IN 2023

**3 meetings**  
**Participation rate 100 %**

Independent  
members

### Chair of the Nominating Committee

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

### Members of the Nominating Committee

Maurice Lévy, *Chairman of the Supervisory Board*

|              |   |
|--------------|---|
| Suzan LeVine | ✓ |
|--------------|---|

|              |   |
|--------------|---|
| Jean Charest | ✓ |
|--------------|---|

|                |   |
|----------------|---|
| André Kudelski | ✓ |
|----------------|---|

|                    |   |
|--------------------|---|
| Marie-Josée Kravis | ✓ |
|--------------------|---|

The main activities completed by the Committee in 2023 are described in chapter 3.1 of the Universal Registration Document (page 84)

### Main activities in 2023

- Composition of the Supervisory Board
- Independence of members
- Review of the reappointment of Supervisory Board members whose term of office ends at the 2023 General Shareholders' Meeting
- Composition of the Committees
- Board members succession plan
- Selection of a new member of the Management Board: appointment of Mr. Loris Nold

# ESG COMMITTEE

## COMPOSITION & ACTIVITIES IN 2023

**2 meetings**  
**Participation rate 88 %**

Independent  
 members

### Chair of the ESG Committee

Suzan LeVine



### Members of the ESG Committee

Sophie Dulac

Antonella Mei-Pochtler



Patricia Velay-Borrini, *Member representing employees*

### Main activities in 2023

- **Evolution of ESG regulations impacting the Groupe:**
  - CSRD (*Corporate Sustainability Reporting Directive*)
  - ESRS (*European Sustainability Reporting Standards*)
- **ESG risk mapping and analysis on the dual materiality**
- **Declaration of Non-Financial Performance**
- **Monitoring Publicis' position in ESG rating agencies**

The main activities completed by the Committee in 2023 are described in chapter 3.1 of the Universal Registration Document (page 88)



---

**PUBLICIS**  
**GROUPE**





# 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 issue of ordinary shares and/or marketable securities with retention and/or cancellation of preferential subscription rights (16th, 17th, 18th, 19th, 20th, 22nd and 23rd resolutions)
- On the authorization to grant existing or to be issued free shares (24th resolution)
- On the issue of ordinary shares and/or securities reserved for employees who are members of a company savings scheme (25th resolution)
- On the issue of ordinary shares and/or marketable securities for certain categories of beneficiaries with cancellation of preferential subscription rights (26th resolution)

# REPORTS ISSUED BY THE STATUTORY AUDITORS

## REPORTS ON CONSOLIDATED AND ANNUAL FINANCIAL STATEMENTS (as of February 8<sup>th</sup> and of April 24<sup>th</sup> 2024)

### **Consolidated Financial Statements**

**Chapter 6.7, pages 349-355,  
Universal Registration  
Document 2023**

### **Annual Financial Statements** **Chapter 7.6, pages 379-383, Universal Registration Document 2023**

### **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 24<sup>th</sup> 2024)

**Related-Party Agreements**  
Chapter 3.6, page 157,  
Universal Registration  
Document 2023

We have not been advised of any agreement authorized and entered into during the year ended December 31, 2023 to be submitted to the General Shareholders' Meeting for approval.

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 May 6<sup>th</sup> 2024 – available on line)

**Issue of ordinary shares and/or marketable securities  
with retention and/or cancellation of preferential  
subscription rights**

**16<sup>th</sup>, 17<sup>th</sup>, 18<sup>th</sup>, 19<sup>th</sup>, 20<sup>th</sup>, 22<sup>nd</sup> and 23<sup>rd</sup> resolutions**

**Authorization to grant existing or to be issued free  
shares**

**24<sup>th</sup> resolution**

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

**25<sup>th</sup> resolution**

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

**26<sup>th</sup> resolution**

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

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



---

**PUBLICIS**  
**GROUPE**



# Q&A



---

**PUBLICIS**  
**GROUPE**





# VOTE OF RESOLUTIONS

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 1<sup>ST</sup> RESOLUTION

### Approval of the corporate financial statements for fiscal year 2023

- Proposal to approve 2023 corporate financial statements which show a profit of €799,821,338.55



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 2<sup>ND</sup> RESOLUTION

### Approval of the consolidated financial statements for fiscal year 2023

- Proposal to approve 2023 consolidated financial statements which show a profit attributable to the Groupe of € 1,312 million



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 3<sup>RD</sup> RESOLUTION

### Allocation of the net income for fiscal year 2023 and declaration of dividend

- Proposition to allocate earnings for fiscal year 2023 and distribute a dividend of €3.40 per share
- Dividend payment will take place on July 3, 2024



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 4<sup>TH</sup> RESOLUTION

### Special report of the Statutory Auditors on related-party agreements

- There has been no new related-party agreement during the fiscal year 2023



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING

## 5<sup>TH</sup> RESOLUTION

Appointment of Grant Thornton as the independent third-party body responsible for certifying sustainability information



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING

## 6<sup>TH</sup> RESOLUTION

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



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 7<sup>TH</sup> RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2023 to Mr. Maurice Lévy, Chairman of the Supervisory Board



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



# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING

---

## 8<sup>TH</sup> RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2023 to Mr. Arthur Sadoun, Chairman of the Management Board



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 9<sup>TH</sup> RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2023 to Mrs. Anne-Gabrielle Heilbronner, member of the Management Board



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 10<sup>TH</sup> RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2023 to Mr. Michel-Alain Proch, member of the Management Board



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 11<sup>TH</sup> RESOLUTION

Approval of the compensation policy for the Chairman of the Supervisory Board with respect to fiscal year 2024



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 12<sup>TH</sup> RESOLUTION

Approval of the compensation policy for the members of the Supervisory Board with respect to fiscal year 2024



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING

---



## 13<sup>TH</sup> RESOLUTION

Approval of the compensation policy for the Chairman of the Management Board with respect to fiscal year 2024



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING

---



## 14<sup>TH</sup> RESOLUTION

Approval of the compensation policy for the other members of the Management Board with respect to fiscal year 2024



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



# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING

## 15<sup>TH</sup> RESOLUTION

Authorization to the Board of Directors or the Management Board as the case may be, 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



## 16<sup>TH</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to decide to issue, with preferential subscription rights, ordinary shares in the Company and/or securities giving access to ordinary shares in the Company or one of its subsidiaries



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

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 17<sup>TH</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to decide to issue, without preferential subscription rights, ordinary shares in the Company and/or securities giving access to ordinary shares in the Company or one of its subsidiaries, by public offerings different from those referred to in Article L. 411-2 1° of the French Monetary and Financial Code



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 18<sup>TH</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to decide to issue, without preferential subscription rights, ordinary shares in the Company and/or securities giving access to ordinary shares in the Company and/or one of its subsidiaries as the case may be, by public offerings referred to in Article L. 411- 2 1° of the French Monetary and Financial Code



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

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 19<sup>TH</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to increase the number of securities to be issued in the case of a capital increase, with or without preferential subscription rights, within the limit of 15% of the original issue carried out in pursuance of the sixteenth to the eighteenth resolutions put before this Shareholders' Meeting



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING

## 20<sup>TH</sup> RESOLUTION

Authorization to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to determine the issue price of securities in the Company, in the case of capital increases, without preferential subscription rights within the limit of 10% of the capital per annum



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 21<sup>ST</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to decide to increase the share capital by incorporating reserves, earnings, premiums or other sums



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



# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 22<sup>ND</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to decide to issue ordinary shares in the Company and/or securities giving access to ordinary shares in the Company or one of its subsidiaries without preferential subscription rights, in the event of a public offering initiated by the Company



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

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 23<sup>RD</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, for a period of twenty-six months, to decide to issue ordinary shares in the Company and/or securities giving access to ordinary shares in the Company or one of its subsidiaries, without preferential subscription rights, to remunerate the contribution in kind granted to the Company and constituting shares and/or securities giving access to share capital, except in the case of a public exchange offering initiated by the Company



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

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING

## 24<sup>TH</sup> RESOLUTION

Authorization to the Board of Directors or the Management Board as the case may be, for a period of thirty-eight months, for the purpose of allotting new or existing shares, free of charge, to eligible employees and/or corporate officers of the Company, or of Group companies, entailing a waiver of shareholders' preferential subscription rights to the shares to be issued



**1 = For**

**2 = Against**

**3 = Abstain**

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 25<sup>TH</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, 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



## 26<sup>TH</sup> RESOLUTION

Delegation of authority to the Board of Directors or the Management Board as the case may be, 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



## 27<sup>TH</sup> RESOLUTION

Amendment of the Company's corporate purpose and corresponding amendment to the Articles of Incorporation



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

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 28<sup>TH</sup> RESOLUTION

Extension of the Company's term and corresponding amendment to the Articles of Incorporation



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

# PUBLICIS GROUPE S.A. EXTRAORDINARY GENERAL MEETING



## 29<sup>TH</sup> RESOLUTION

Change of management structure to a “Société Anonyme” (joint stock company) with a Board of Directors and adoption of new Articles of Incorporation



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



# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 30<sup>TH</sup> RESOLUTION

Appointment of Mr. Arthur Sadoun as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 31<sup>ST</sup> RESOLUTION

Appointment of Mrs. Élisabeth Badinter as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 32<sup>ND</sup> RESOLUTION

Appointment of Mr. Simon Badinter as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 33<sup>RD</sup> RESOLUTION

Appointment of Mr. Jean Charest as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 34<sup>TH</sup> RESOLUTION

Appointment of Mrs. Sophie Dulac as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 35<sup>TH</sup> RESOLUTION

Appointment of Mr. Thomas H. Glocher as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 36<sup>TH</sup> RESOLUTION

Appointment of Mrs. Marie-Josée Kravis as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 37<sup>TH</sup> RESOLUTION

Appointment of Mr. André Kudelski as Director of the Company



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



# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 38<sup>TH</sup> RESOLUTION

Appointment of Mrs. Suzan LeVine as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 39<sup>TH</sup> RESOLUTION

Appointment of Mrs. Antonella Mei-Pochtler as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 40<sup>TH</sup> RESOLUTION

Appointment of Mr. Tidjane Thiam as Director of the Company



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 41<sup>ST</sup> RESOLUTION

Approval of the compensation policy for the Chairman  
and Chief Executive Officer



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 42<sup>ND</sup> RESOLUTION

Approval of the compensation policy for the Directors



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 43<sup>RD</sup> RESOLUTION

Renewal of the term of office of Mrs. Sophie Dulac as a member of the Supervisory Board for a period of four years



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 44<sup>TH</sup> RESOLUTION

Renewal of the term of office of Mr. Thomas H. Glocher as a member of the Supervisory Board for a period of four years



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 45<sup>TH</sup> RESOLUTION

Renewal of the term of office of Mrs. Marie-Josée Kravis as a member of the Supervisory Board for a period of four years



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



# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 46<sup>TH</sup> RESOLUTION

Renewal of the term of office of Mr. André Kudelski as a member of the Supervisory Board for a period of four-years



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

# PUBLICIS GROUPE S.A. ORDINARY GENERAL MEETING



## 47<sup>TH</sup> RESOLUTION

Powers to carry out formalities



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



**PUBLICIS**  
**GROUPE**