

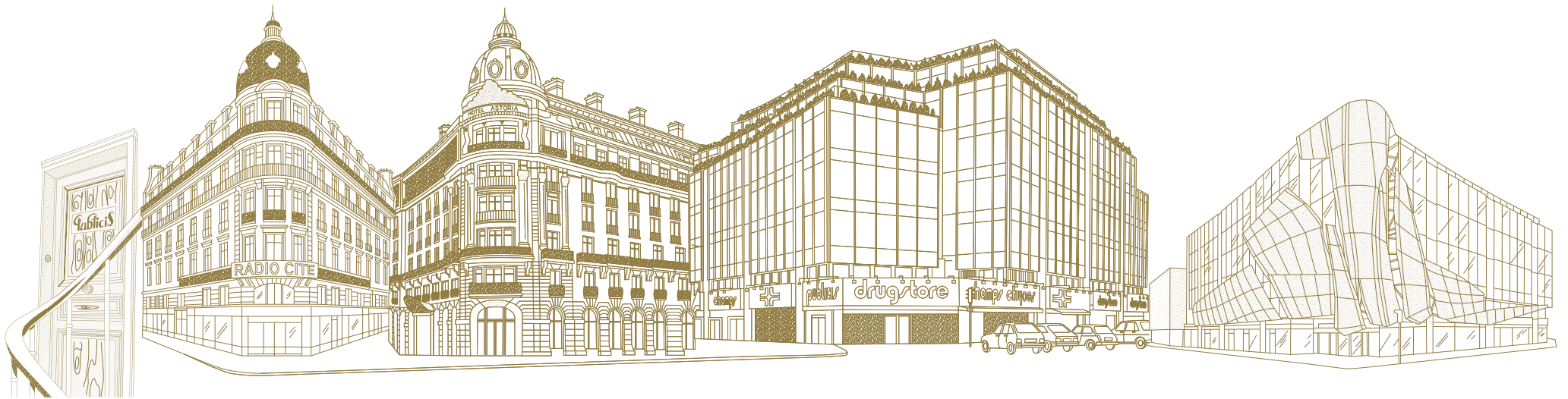


NOTICE OF MEETING

2026 COMBINED GENERAL SHAREHOLDERS' MEETING

MAY 27, 2026 AT 10:00 AM CET

133, AVENUE DES CHAMPS-ÉLYSÉES, 75008 PARIS
PUBLICISCINÉMAS



From the very beginning

1934

1958

1975

Until today



THE COMBINED GENERAL SHAREHOLDERS' MEETING IS BROADCAST LIVE AND RECORDED ON THE WEBSITE

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**PUBLICIS
GROUPE**

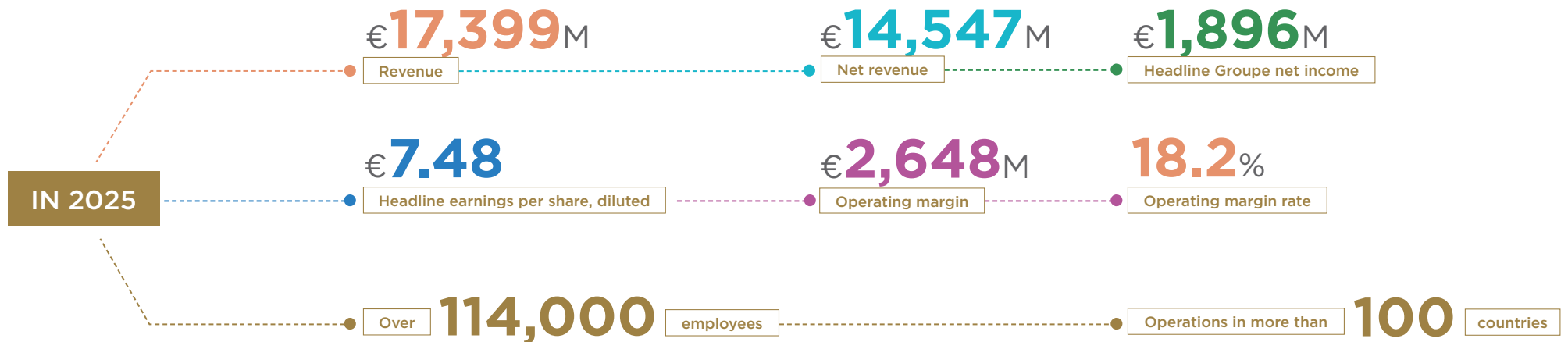
PUBLICIS GROUPE
IS A GLOBAL LEADER
IN COMMUNICATION



Publicis Groupe supports its clients across the entire value chain of marketing, communication and digital transformation to help them differentiate themselves in an increasingly competitive world.

Clients have been at the heart of the Group's model since its inception and benefit from a seamless and unified country-based organization. The Group offers them targeted media expertise at scale, enhanced by unique data assets, a dynamic and disruptive creative offering, and unparalleled technological skills to enable them to gain a deep understanding of their consumers and create digital channels for direct dialogue with end customers.

Founded in Paris in 1926, the Group is present in more than 100 countries and has more than 114,000 employees.



PUBLICIS BRINGS ITS PAST TO LIFE WITH AI AND INNOVATION, TO CELEBRATE ITS FIRST CENTURY AND SETS A COURSE FOR THE NEXT



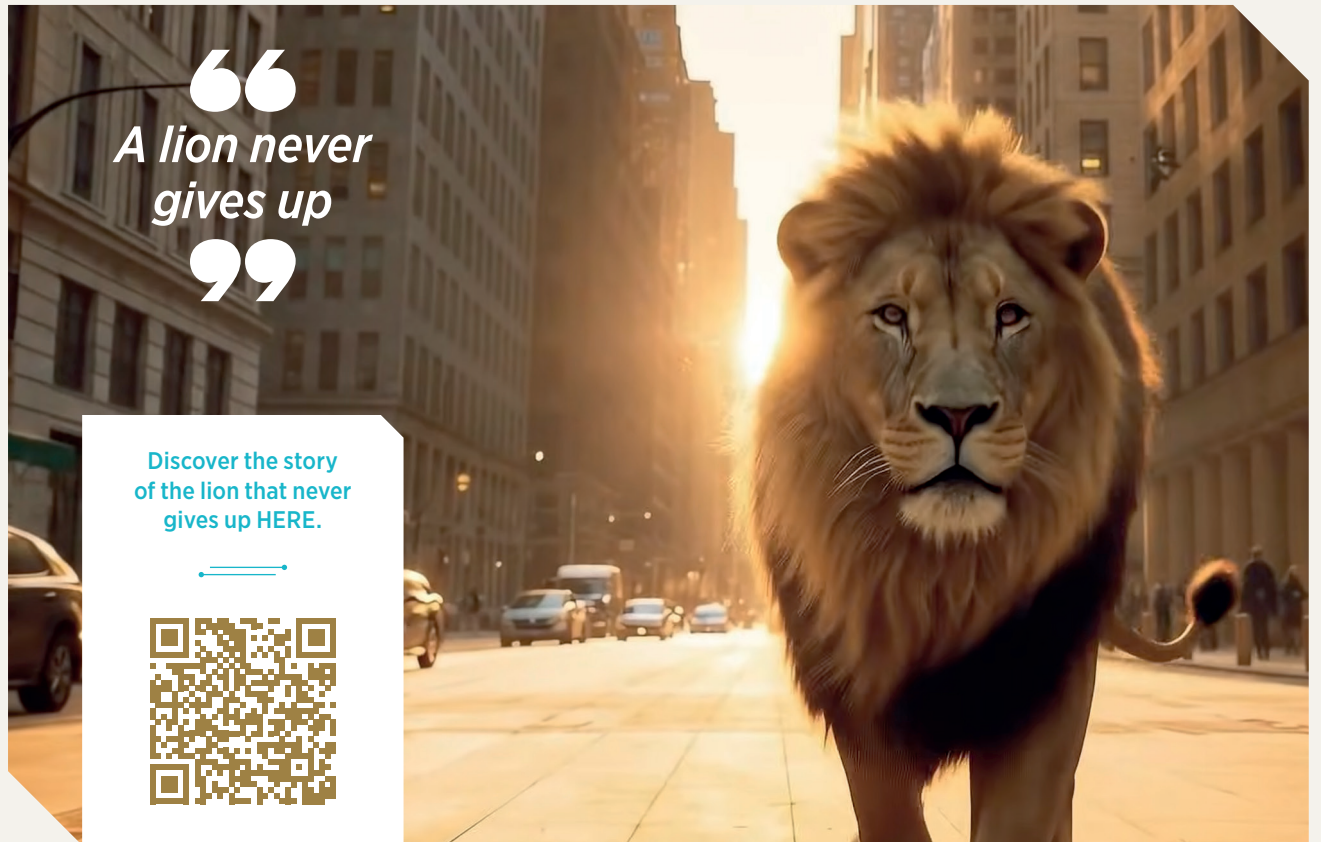
From its beginnings in 1926 as a creative hot shop in Montmartre, to its international expansion, embrace of data and technology, and its position today as the industry's leading holding company, the least we can say is Publicis has gone through some transformations over the past 100 years.

And to ring in the new century, who better to create a film than Publicis Conseil, the agency built by our founder, Marcel Bleustein Blanchet?

Blending real imagery with AI-generated visuals, the film **"A Lion Never Gives Up"** tells the story of the pioneering spirit, endless innovations and resilience that enabled us to withstand war, fire, economic downturns, technological revolutions and a global pandemic during our first hundred years and positions us to continue to lead and reinvent the industry as we enter our next century - whatever it may hold.

“
*A lion never
gives up*
”

Discover the story
of the lion that never
gives up [HERE](#).





ABOUT THE FILM:

A UNIQUE 'HYBRID' PROJECT

'A Lion Never Gives Up' blends live action, GenAI, 2D & 3D imaging to reconstitute scenes from our past, reducing the price of scene reconstruction and opening up new creative possibilities.

A quarter of the film is live action footage, with the help of AI by AI, drawing on photos, films and documents from Publicis' own archives.

A HUGE VOLUME OF VISUAL ASSETS

AI prompt artists and AI archivists managed, sourced and catalogued both the volume of real images needed for a project of this size (4,500 for 150 individual shots) and with those generated with the help of AI.

A REINVENTED EDITING PROCESS

In a traditional pipeline, once you reach the editing stage, everything is locked in. Here, everything remained open: each shot could be regenerated from scratch.

DOCUMENTARY « 100 YEARS OF LOOKING TO THE FUTURE »

You can also see an in-depth documentary that takes you through how a creative hotshot in Montmartre founded in 1926, became the partner you know today.

Scan to watch the exclusive documentary on 100 years of Publicis, featuring Elizabeth Badinter, Maurice Lévy and Arthur Sadoun.



MESSAGE FROM THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER



ARTHUR SADOUN

Chairman and Chief Executive Officer

Publicis Groupe is reaping the rewards of Maurice Lévy's vision and the execution efforts of all our teams. Thanks to our AI-driven growth model, we are entering our second century stronger than ever.



**THANKS TO OUR AI-DRIVEN
GROWTH MODEL, WE ARE ENTERING
OUR SECOND CENTURY STRONGER
THAN EVER.**

Publicis has radically transformed itself over the past decade, moving from being a partner in our clients' communications to being an essential partner in their transformation. We have established ourselves in a "Category of One," thanks in large part to our unrivaled position in proprietary data, our connected media ecosystem, our creative power, and our 25,000 engineers and IT consultants—all brought together by the Power of One.

Since the rise of generative AI three years ago, our growth model has shown that, far from being a hindrance, artificial intelligence is a true strategic driver of growth and margin improvement for Publicis. During this period, we increased our net revenue and operating income by nearly 20% on an organic basis, widening the gap with our peers.

In an environment that remained challenging, organic growth in net revenue was +5.6% in 2025, accelerating compared with the average net revenue growth since 2020. We ended the year with growth of more than 700 basis points above that of other holding company peers. This outperformance is mainly due to our unique positioning, with data forming the backbone of our Connected Media, and to our ongoing drive to win market share.

Our creative agencies regrouped within Intelligent Creativity have shown resilience in the face of budget cuts across the traditional advertising sector. Publicis Sapient continued to face a wait-and-see attitude from some clients regarding their digital transformation projects, a situation that generally affects all major players in the digital transformation consulting.

Increased investment in artificial intelligence and our talents was a defining feature of 2025, while we further improved our margin to 18.2% and boosted our free cash flow to over euro 2 billion—financial metrics that were already the highest in the industry. It also confirmed our commercial momentum, by placing us once again at the top of the new business rankings. Finally, we maintain our leadership in sustainability.



**INCREASED INVESTMENT IN ARTIFICIAL
INTELLIGENCE AND OUR TALENTS
WAS A DEFINING FEATURE OF 2025, WHILE
FURTHER IMPROVING OUR MARGIN AND FREE
CASH FLOW TO RECORD LEVELS.**

These very solid results will allow us to propose to our shareholders at the General Shareholders' Meeting of May 27, 2026, an all-cash dividend of euro 3.75 per share—an increase of 4.2%—and a payout ratio of 50.1%, the highest in our industry.

I cannot write these words without mentioning the situation at the start of 2026. Many of our clients are operating in an environment that is more volatile than ever due to armed conflicts in Eastern Europe and the Middle East, rising energy prices, and announcements of further tariff increases. And more than ever, we will be at their side to support them in these uncertain times.

In this context, our ambition is simple: to establish ourselves as the industry's Most Valuable Partner. The MVP for our customers, by designing agentic solutions that generate tangible results, at a time when 95% of artificial intelligence projects fail. The MVP for our employees, by making them our key differentiator and providing them with the tools and training they need to thrive in a world shaped by AI. Finally, the MVP for our shareholders, by delivering transformative growth rather than consolidating traditional assets.

”

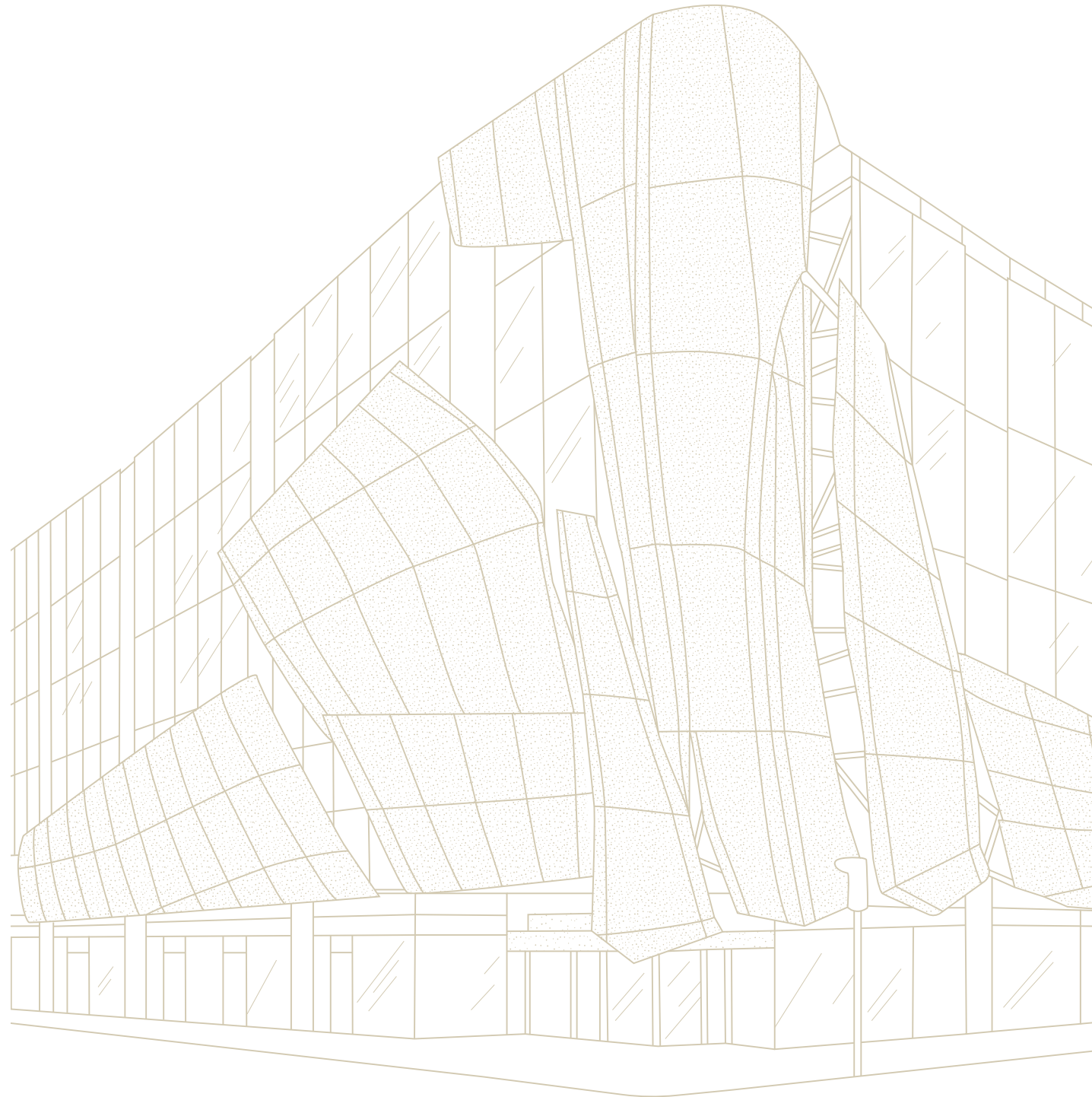
**OUR AMBITION:
TO ESTABLISH OURSELVES AS THE INDUSTRY'S
MOST VALUABLE PARTNER, FOR OUR CLIENTS,
EMPLOYEES AND SHAREHOLDERS.**

All of this gives us confidence in our ability to outperform the sector in terms of organic growth for the seventh consecutive year in 2026, while improving our margins, earnings per share and free cash flow.

I would like to thank the Board for its unwavering support and especially Élisabeth Badinter, Vice-Chair of the Board, and Maurice Lévy, Emeritus Chairman, whose pioneering visions and investments have enabled the Group to advantageously position itself to confront a future dominated by artificial intelligence, as it enters its second century. Throughout 2025 more than ever, his experience and knowledge of the sector were valuable assets.

Finally, I would like to thank our clients and shareholders for the trust they have placed in us throughout our transformation, and our employees for their remarkable commitment to building, together, the future of our industry.

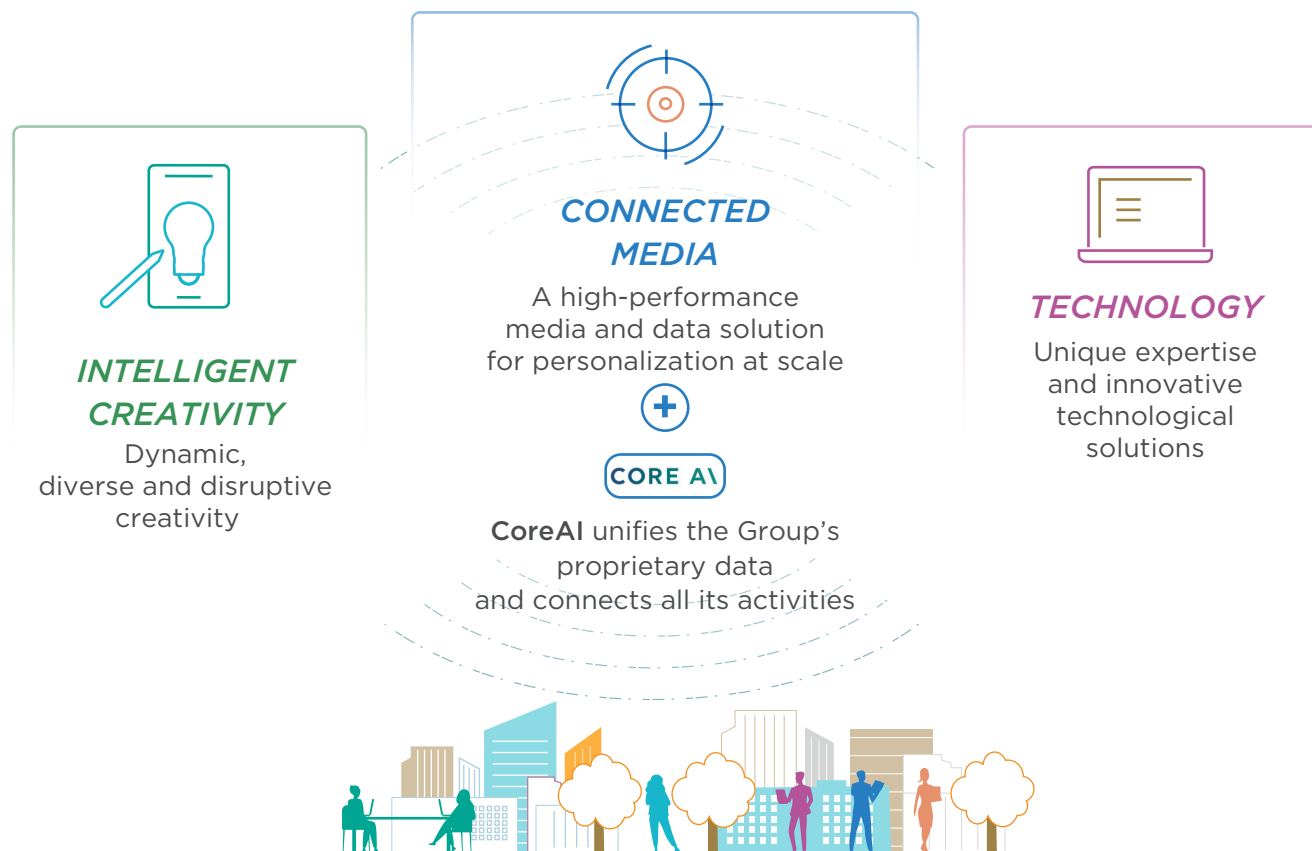
Arthur Sadoun
Chairman and Chief Executive Officer



A BUSINESS MODEL...

Publicis Groupe operates at every step of the value chain, from consulting to execution, and positions itself as a privileged partner in its clients' transformations. The Group unlocks personalization at scale thanks to its unique ability to fuel its Connected Media ecosystem with Intelligent Creativity, and power it with the Technology of Publicis Sapient. In doing so, the Group enables its clients to increase their market share and accelerate their growth. Through a unified and fluid organization, Publicis' clients have a facilitated access to its full range of expertise in every market.

Publicis Groupe's service offering is based on its in-depth knowledge of consumer behavior with unique expertise across 3 PILLARS.



RESOURCES



Human

- 114,079 employees
- 52.4% women
- More than 100 countries



Intellectual

- Intelligent Creativity
- Connected Media
- Technology



Financial

- Solid financial position
- Total balance sheet assets: **€40.0 billion**
- **€14 billion** invested since 2015 in technology, data and AI



Society

- Ethics and compliance
- Societal innovation to benefit the greatest number of people



Environmental

- Climate targets validated by SBTi
- Eco/Socio-design of campaigns and projects

...FOR VALUE CREATION

ENGAGED ACTIONS

Human



- Marcel, at the heart of training and career path
- Well-being at work, prevention, physical and mental health
- #WorkYourWorld
- #WorkingWithCancer

Intellectual



- Client satisfaction at the heart of the “Power of One” approach
- Responsible marketing
- Advanced expertise
- Investment in applied R&D
- Partnerships with start-ups
- CSR assessment of suppliers

Financial



- Best financial indicators in the sector
- Growing activities

Society



- Presence in 100 countries
- Advocacy through Working With Cancer
- Pro bono campaigns

Environmental



- SBTi targets: 1.5°C scenario
- Near Term 2030: 50% reduction in scopes 1+2+3⁽⁷⁾
- Long Term 2040: 90% reduction in scopes 1+2+3⁽⁷⁾
- RE⁽⁹⁾: target 100% from direct source in 2030
- Reducing the impact of campaigns & digital solutions

KEY INDICATORS 2025

- **45%** women on the Board of Directors*
 - **46.5%** women among key management**
 - **46%** women in senior roles
 - **94%** of employees received training
 - **€9,590 million** personnel costs
 - **Women’s Forum**: more than 1,800 attendees in Paris
-
- **25,000** engineers and IT consultants
 - **A.L.I.C.E.**⁽²⁾: measurement of the carbon footprint of campaigns for over 200 clients/brands
 - **Active member** of several coalitions: Unstereotype Alliance (UN Women), Founder of the Once And For All Coalition
 - **71.3%** of Group suppliers compliant with the Enhanced ESG Program, including 83.7% with climate goals
 - **Vivatech**⁽³⁾: 180,000 participants in Paris and 15,000 start-ups
-
- **€17.4 billion** revenue
 - **€14.5 billion** net revenue
 - **€2,648 million** operating margin
 - **€1,896 million** headline Group net income⁽⁴⁾
 - **€2.03 billion** free cash flow⁽⁵⁾
 - **€3.75 dividend** per share⁽⁶⁾
-
- **€536 million** taxes paid in 2025
 - **5,000** signatory companies
 - **€41.5 million** corporate social initiatives (pro bono, volunteer work)
 - **\$35 million** invested to support high-value media
-
- **Carbon intensity in 2025: 2.46 TeqCO₂** per capita (-33% since 2019)
 - **Carbon neutrality for scopes 1 & 2** (after purchasing RECs and CCVs)⁽⁸⁾
 - **Renewable energy**⁽⁹⁾: **79.7% from direct sources*****
 - **Active member** of the **Ad Net Zero** sector-wide initiative to align carbon emissions calculations
 - **1,600 projects** assessed in 2025 in A.L.I.C.E

ODD⁽¹⁾



⁽¹⁾ SDG: United Nations Sustainable Development Goals. Publicis Groupe has identified 9 of the 17 goals whereby the Groupe and its subsidiaries can contribute to make a positive impact (see Section 4.7).

⁽²⁾ A.L.I.C.E.: Advertising Limiting Impacts & Carbon Emissions, proprietary platform.

⁽³⁾ In partnership with the Groupe Les Echos.

⁽⁴⁾ Groupe share.

⁽⁵⁾ Before change in working capital.

⁽⁶⁾ Submitted to the vote of shareholders at the Annual General Meeting of May 27, 2026.

⁽⁷⁾ Scopes 1+2+3 corresponding to the perimeters recognized by the GHG Protocol.

⁽⁸⁾ RECs: Renewable Energy Certificates; CCVs: Voluntary Carbon Credits.

⁽⁹⁾ RE: renewable energy.

(*) Excluding the employee representative on the board.

(**) The proportion of women in the major commodity exchanges stands at 46.5% excluding the United States, following the Supreme Court’s decision in June 2023, which could render a quota policy precarious or even unlawful.

(***) Including “High Impact RECs”.

ACTIVITY DURING THE FINANCIAL YEAR

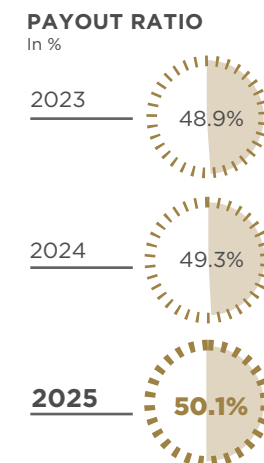
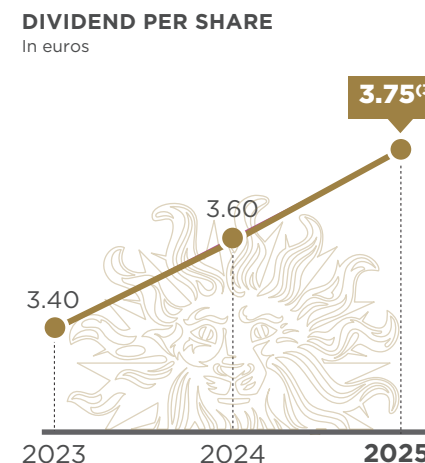
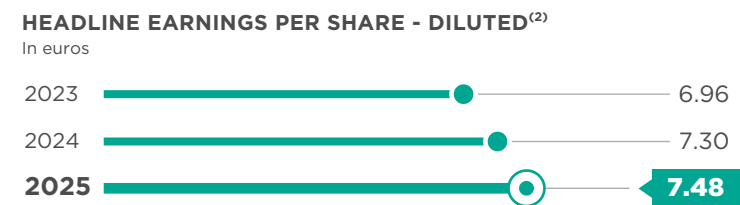
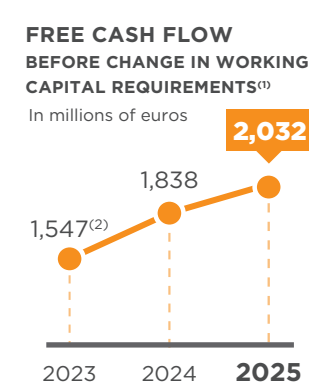
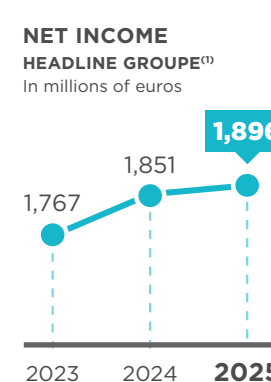
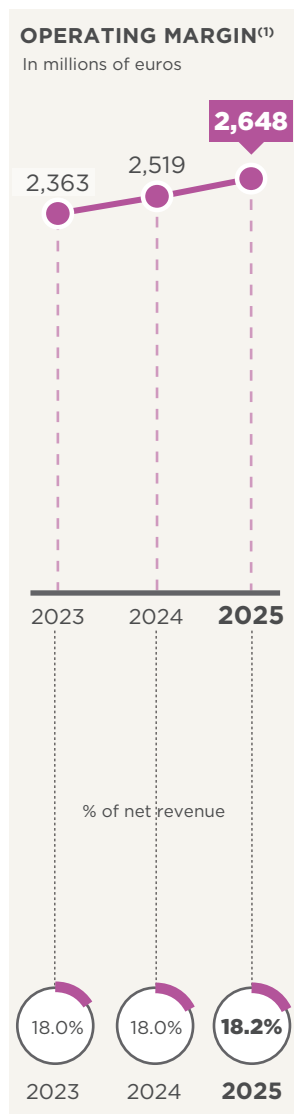
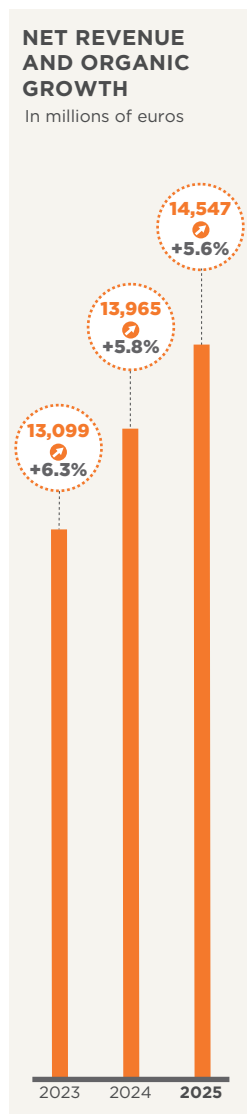
1. 2025 KEY FIGURES

The Group's net revenue totaled euro 14,547 million in 2025, up by +4.2% on a reported basis. Organic growth was +5.6%.

The operating margin represented 18.2% of net revenue and was euro 2,648 million.

Headline Group net income stood at euro 1,896 million.

Underlying free cash flow, before change in working capital, was euro 2,032 million.

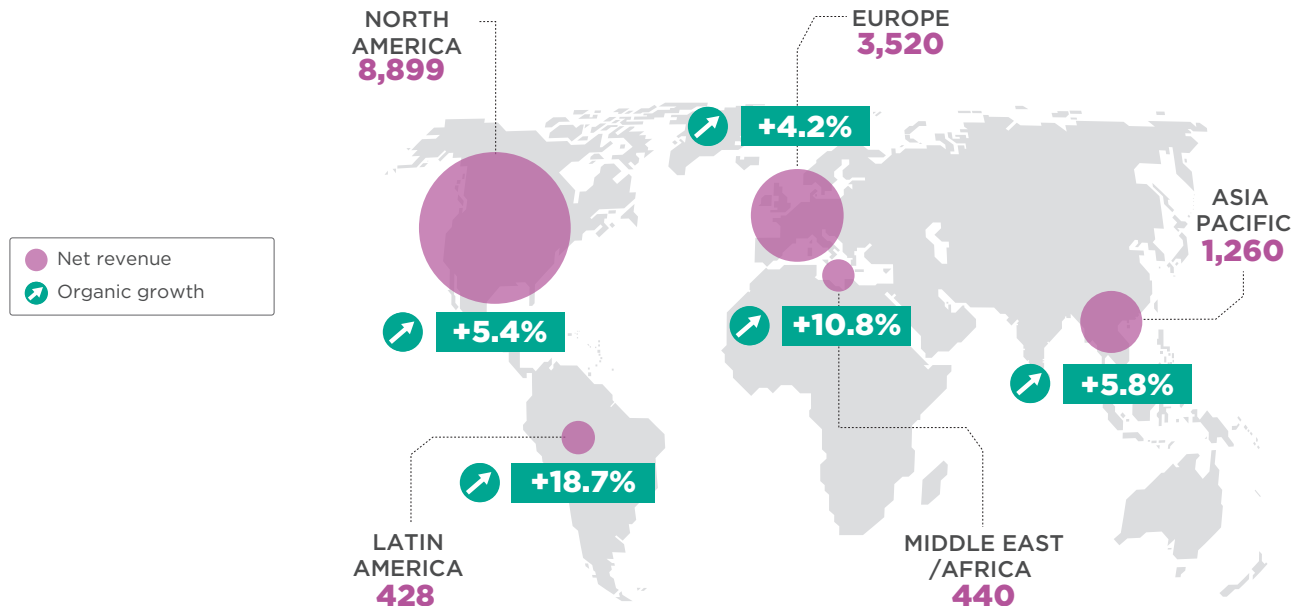


(1) See definitions in the glossary at the end of the introduction section of the 2025 Universal Registration Document, available on the Publicis Groupe website: <https://www.publicisgroupe.com/en/investors/investors-analysts/regulatory-information>

(2) Reported free cash flow for 2023 is euro 1,547 million after payment of euro 148 million in respect of the Rosetta settlement agreement and payment of additional tax of euro 107 million paid in January 2023 for 2022 in application of the American legislation "Tax Cuts and Jobs Act" (TCJA) on the capitalization of R&D expenses.

(3) Submitted to the vote of shareholders at the Annual General Meeting of May 27, 2026.

BREAKDOWN OF NET REVENUE BY GEOGRAPHIC REGION (in million euros)



In **North America**, net revenue was up +5.4% organically in 2025. The region grew +3.7% on a reported basis, which includes a negative impact of the U.S. dollar exchange. The U.S. recorded a solid +5.2% organic growth fueled by both Connected Media and Intelligent Creativity.

Europe grew +4.2% on an organic basis and +4.0% on a reported basis. The U.K. was up by +6.3% organically, while France and Germany were slightly down against higher comparables. Central & Eastern Europe posted +9.7% growth on an organic basis.

Asia Pacific saw its net revenue grow by +5.8% organically and +3.4% on a reported basis. China posted +6.0% organic growth.

Net revenue in **Middle East & Africa** was up +10.8% organically and +8.4% on a reported basis. Meanwhile, organic growth in **Latin America** was up +18.7% and its reported growth was up +14.4%.

2. COMMENTARY ON THE FISCAL YEAR

KEY FIGURES AND HIGHLIGHTS

(in millions of euros except per-share data and percentages)

	FY 2025	FY 2024	2025 vs 2024
DATA FROM THE INCOME STATEMENT AND CASH FLOW STATEMENT			
Net revenue	14,547	13,965	+4.2%
Pass-through revenue	2,852	2,065	+38.1%
Revenue	17,399	16,030	+8.5%
EBITDA	3,168	3,014	+5.1%
% of Net revenue	21.8%	21.6%	+20 bps
Operating margin	2,648	2,519	+5.1%
% of Net revenue	18.2%	18.0%	+20 bps
Operating income	2,394	2,214	+8.1%
Net income attributable to the Group	1,653	1,660	-0.4%
Earnings per share (EPS)	6.58	6.62	-0.6%
Headline diluted EPS ⁽¹⁾	7.48	7.30	+2.5%
Dividend per share ⁽²⁾	3.75	3.60	+4.2%
Free cash flow before change in working capital requirements	2,032	1,838	+10.6%

(in millions of euros)

	31/12/2025	31/12/2024
DATA FROM THE BALANCE SHEET		
Total assets	40,010	39,854
Group share of Shareholders' equity	10,447	11,060
Net debt (net cash)	-548	-775

(1) Net income attributable to the Group, adjusted for impairment losses, amortization of intangibles from acquisitions, main capital gains (or losses) on asset disposals, changes in the fair value of financial assets and earn-out re-evaluation, divided by the average number of shares on a diluted basis.

(2) Submitted to the vote of shareholders at the Annual General Meeting of May 27, 2026.

MACROECONOMIC AND ADVERTISING ENVIRONMENT

According to the International Monetary Fund, global economic growth in 2025 stood at 3.2% reflecting a slight slowdown from the 3.3% growth rate recorded in 2024. This decline stems mainly from the U.S., where growth reached 2% in 2025 after 2.8% the previous U.S. year. The eurozone saw moderate growth, rising from 0.9% in 2024 to 1.2% in 2025, while China recorded a slight decline, from 5% to 4.8%. The growth gap narrowed between the U.S. (+2%) and the eurozone (+1.2%). Consumer price inflation declined in the year, falling in the U.S. from 3% to 2.7%, and in the eurozone from 2.4% to 2.1%. 2025 was marked by a trade shock resulting from a significant increase in U.S. tariffs, which reached their highest level since the 1930s. Despite this context, consumer spending remained robust in developed economies and continued to be the main driver of growth. Business investment was led by developments in artificial intelligence, particularly in the U.S., which promise substantial productivity gains. China continued to face a major real estate crisis and had to adapt to higher U.S. tariffs, while considering a shift in its economic model to boost domestic consumption. Central bank monetary policies, supported by several rate cuts and the end of quantitative tightening in the U.S., boosted economic activity and corporate earnings growth, particularly in the U.S., leading to positive trends on stock exchanges, notably on Wall Street, for the third consecutive year. Industrial commodities including copper saw their prices rise, while oil prices fell sharply. Prices for precious metals recorded a significant increase, while agricultural products showed a downward trend.

In the U.S., economic growth declined by 0.8% compared to 2024, reaching a growth of approximately 2% in 2025. Household consumption remained strong, growing between 2.5% and 3% over the first three quarters of 2025 year-on-year, despite numerous headwinds. The labor market initially deteriorated in 2025 with a sharp decline in job creation. However, at the end of November 2025, the number of people employed in the labor force reached 163.6 million, an increase of 2.1 million

compared to December 31, 2024. The unemployment rate remained low at 4.3%, compared to 4.1% at the end of 2024. As indicated by various psychological indicators, consumer confidence declined and reflected the Trump administration's falling popularity, the prolonged federal government shutdown (lasting 43 days), challenges related to purchasing power, uncertainty caused by mass layoffs in the civil service and the deportation of undocumented foreign workers. Consumer price inflation remained elevated at 2.7%, but down slightly from 3.1% in 2024, which was mostly due to the impact on final consumer prices of the tariff increases applied since April. The resilience of consumer spending can be explained by the Fed's decisions to lower interest rates, which helped reduce the cost of credit and support stock markets. Business investment benefited from the momentum generated by artificial intelligence, posting a 3.1% increase over the year according to the IMF. The major technology companies stepped up their investment initiatives, particularly in the construction of data centers and the acquisition of specialized semiconductors. More broadly, the strong financial position of U.S. companies continued to support their investment efforts. Government spending growth slowed in 2025, reaching an estimated growth rate of 0.9%. The slight contraction in government deficit (from 8% to 7.4% according to Bpifrance) had a moderating effect on growth. Foreign trade remained significantly in deficit in 2025. To date, the impact on the current account balance of the tariff increases introduced in spring 2025 remains difficult to quantify. A sharp increase of imports in the first quarter, in anticipation of the tariff increases, was later normalized. The current account balance for 2025 is expected to be close to that of 2024 (4%).

The economy of **the eurozone** grew slightly by 1.2% in 2025, compared with 0.9% in 2024, which marked a trend close to stagnation. Disparities between member states remained significant. Spain continued its strong trajectory with 2.9% growth, while Germany experienced its third consecutive year of weakness with growth of just 0.3%. In the middle of the pack is France with growth of 0.8%. The inflation rate in the eurozone continued to decline, falling to 2.4% in 2024 and then to 2.1% in 2025. This was partly due to the appreciation of the euro and lower energy prices, particularly for oil. This positive development

enabled the European Central Bank to lower its key interest rates, with the main rate standing at 2%. The reduction in financing costs had a modest stimulating effect on economic activity, particularly through the reduced cost of bank credit. However, ongoing political uncertainty in France (government instability and difficulties in adopting a 2026 budget) and challenges faced by Germany (decline in exports to the U.S. and difficulties adapting to the changing environment) have hampered overall growth in the eurozone.

GDP growth in **the UK** is expected at 1.4% in 2025, placing it between the eurozone (1.2%) and the U.S. (2%). The pace of growth slowed over the first three quarters, from 1.8% in the first quarter to 1.3% in the third. Due to persistent inflation above 3% (excluding volatile items), consumer spending grew by only 1%. Public spending (+3.6%) was the main driver of overall economic performance.

Economic growth in **China** stood at 4.8% in 2025, according to the IMF, which was below the Chinese government's target of 5%. The Purchasing Managers' Index (PMI) remained close to 50, reflecting moderate economic momentum. China managed to offset the impact of new tariffs by redirecting its exports to regions other than the U.S. However, the ongoing real estate crisis was a major drag on growth, and weak consumer confidence continued to weigh on spending. After a period of sharp disinflation, China faces a renewed risk of deflation.

Oil prices fell significantly, mainly due to the global economic slowdown and the willingness of some producers to increase supply. Recent developments in Venezuela could exacerbate this downward pressure. Conversely, prices for certain **industrial commodities**, notably copper, have risen on the back of increased demand for artificial intelligence-related infrastructure. Prices of precious metals have also risen significantly, largely driven by demand from central banks.

Despite macroeconomic uncertainty, the advertising market continued to grow in 2025. According to Zenith's forecasts in December 2025, global advertising spend grew an estimated 7% in the year to reach U.S.D 1,012 billion, following 8% growth in 2024 and 5% growth in 2023.

PUBLICIS GROUPE KEY FIGURES

In this context, the Group continued to offer its services and products, through a unique business mix and positioning, to help its clients transform their marketing and business models. This enabled the Groupe to post another record year and maintain its industry leading position on all key performance indicators in 2025.

The Group's net revenue amounted to euro 14,547 million, compared to euro 13,965 million in 2024, up +4.2% on a reported basis and +5.6% on an organic basis.

The operating margin amounted to euro 2,648 million in 2025, up by +5.1% compared to 2024, representing an operating margin rate of 18.2%, against the rate of 18.0% reached in 2024.

The Group's net income was euro 1,653 million in 2025, compared to euro 1,660 million in 2024.

Headline net income (as defined in Note 11 of the consolidated financial statements) amounted to euro 1,896 million, compared to euro 1,851 million in 2024.

Headline diluted earnings per share was euro 7.48, up by +2.5% compared to 2024.

The Group's net cash position was euro 548 million as of December 31, 2025, compared to a net cash position of euro 775 million at December 31, 2024. The Group's last twelve months average net debt as of December 31, 2025, amounted to euro 971 million compared to euro 585 million at December 31, 2024.

The dividend that will be proposed to the General Shareholders' Meeting on May 27, 2026, is euro 3.75 per share. Based on headline diluted earnings per share, this represents a payout ratio of 50.1% in line with the dividend payout policy, which ranges between 45% and 50%. Subject to the approval by the General Shareholders' Meeting, the dividend will be paid on July 3, 2026, entirely in cash.

ACQUISITIONS AND DISPOSALS

In 2025, as part of its AI strategy, the Group acquired **Lotame**, an independent leader in data and identity solutions. In total, more than 4,000 major brands and publishers worldwide use Lotame's unique identity solution, drawing on more than 100 data sources and more than 1.6 billion IDs, to optimize their large-scale campaigns with precision. The combination of Lotame's data and ID assets with Publicis Groupe's 2.3 billion global profiles offers clients the ability to reach 91% of adult internet users through personalized messaging at scale.

Additionally, as part of this strategy, the Group acquired **Moov AI**, Canada's leading artificial intelligence and data solutions company, which complements CoreAI's offering to the Group's clients in the North American market.

The Group has also significantly strengthened its global influencer offering with the acquisitions of **Captiv8**, the world's largest influencer technology marketing platform with a network of 15 million creators globally, covering 95% of influencers with more than 5,000 followers, **BR Media Group**, the leader in influencer marketing and content in Latin America, and **HEPMIL Media Group**, the leading influencer agency in Southeast Asia.

In the sports marketing field, the Group acquired **Adopt**, a global agency specializing in sports and culture, to strengthen its ability to harness the power of athletes to create authentic cultural brand connections.

Publicis Health acquired **p-Value Group**, a premier player in medical communications, offering a comprehensive range of services to life sciences clients at every stage of the product lifecycle.

Finally, the Group also acquired **Atomic 212°**, Australia's leading independent media agency, reinforcing its ability to offer its clients end-to-end and integrated marketing transformation solutions in the region.

Total acquisition costs for entities integrated in 2025 (gross payments, excluding cash and cash equivalents acquired) came to euro 668 million, including euro 47 million in earn-out payments.

In March 2026, the Group announced the acquisition of **Adge.AI**, a leading company in the field of content measurement and intelligence. Adge.AI offers an AI-powered analytics solution that optimizes the performance of creative and video content. It analyzes engagement and conversion data, identifies the most effective creative content, and provides actionable insights to guide content strategy and improve campaign ROI. By integrating Adge.AI into its production infrastructure, which is already the largest and most advanced in the sector, Publicis will offer real-time content measurement capabilities, as well as performance forecasts, which can be activated immediately to improve the effectiveness and impact of content.

In April 2026, the Group announced its acquisition of **160over90**, the premier global sports and culture agency, which was a former division of WME Group. The agency supports sports and culture strategies and activations for global brands, delivering unforgettable moments across events including Super Bowls, Olympic Games and World Cups. It counts over 670 employees across the U.S., UK, EMEA and APAC. 160over90 will be integrated with Publicis Sports to create the industry's leading global platform for sport and culture, designed to drive measurable business outcomes by connecting brands to audiences thanks to Publicis' unmatched technology and data.

ANALYSIS OF CONSOLIDATED RESULTS

NET REVENUE

Publicis Groupe's **net revenue** for the full year 2025 was euro 14,547 million, compared to euro 13,965 million in 2024. Organic growth reached +5.6%. Exchange rate variations over the period had a negative impact of euro 497 million and acquisitions (net of disposals) had a positive impact of euro 321 million. On a reported basis, net revenue increased by +4.2%.

OPERATING MARGIN AND OPERATING INCOME

EBITDA amounted to euro 3,168 million in 2025, compared to euro 3,014 million in 2024, up by 5.1%. EBITDA was 21.8% as a percentage of net revenue, compared to 21.6% in 2024.

Personnel and freelancer costs totaled euro 9,590 million in 2025, up by 4.0% from euro 9,224 million in 2024. As a percentage of net revenue, these costs represented 65.9% in 2025, compared to 66.1% in 2024. Restructuring costs were euro 151 million in 2025, up from euro 136 million in 2024.

Other costs (other than personnel and freelancer costs) totaled euro 5,161 million in 2025, compared to euro 4,287 million in 2024. Excluding pass-through costs, these costs amounted to euro 2,309 million in 2025, versus euro 2,222 million in 2024, representing 15.9% of net revenue, as in 2024. They comprised:

- **Other operating expenses** (excluding pass-through costs, depreciation & amortization), which amounted to euro 1,789 million in 2025, compared to euro 1,727 million in 2024. This represented 12.3% of net revenue, almost flat compared to 12.4% in 2024.

- **Depreciation and amortization** expense of euro 520 million in 2025, up by euro 25 million compared to euro 495 million in 2024, mainly linked to the Group's IT projects and investments.

The **operating margin** amounted to euro 2,648 million in 2025, up by +5.1% compared to 2024, representing a record operating margin rate of 18.2% in 2025, out performing the rate of 18.0% reached in 2024.

Operating margin rates by region were 18.5% in North America, 18.2% in Europe, 22.9% in Asia Pacific, 4.8% in Middle East & Africa and 12.6% in Latin America.

Amortization of intangibles arising from acquisitions totaled euro 212 million in 2025, down by euro 22 million versus 2024, related to the end of the amortization associated with some technologies.

Impairment losses amounted to euro 37 million, including exclusively the impact of real estate optimization, down by euro 49 million, from euro 86 million in 2024, which also included an impairment loss on intangible assets of euro 15 million.

Net non-current expense totaled euro 5 million in 2025. As of December 31, 2024, net non-current income amounted to euro 15 million mainly corresponding to the proceeds of euro 14 million generated by the contribution of CitrusAd and Epsilon technologies to the Group's 49%-owned associate Unlimitail.

Operating income totaled euro 2,394 million in 2025, versus euro 2,214 million in the previous year.

OTHER INCOME STATEMENT ITEMS

The **financial result**, comprising the cost of net financial debt, revaluation of earn-out payments and other financial charges and income, was a net charge of euro 159 million as of December 31, 2025, compared to a euro 6 million income in 2024. Excluding the revaluation of earn-outs, the financial result is a net charge of euro 100 million in 2025 compared to a net charge of euro 29 million last year.

- The **net income on net financial debt** was euro 8 million in 2025, compared to an income of euro 52 million in 2024. It included euro 115 million of interest expense (in line with euro 122 million in 2024), offset by interest income of euro 123 million, down from euro 174 million in 2024.

- **Other financial income and expenses (excluding earn out revaluation)** were a net charge of euro 108 million in 2025, notably composed of euro 86 million interest on lease liabilities, euro 20 million foreign exchange losses and euro 7 million income from the fair value revaluation of mutual funds. In 2024, other financial income and expenses were a net charge of euro 81 million, notably composed of euro 84 million interest on lease liabilities and euro 10 million income from the fair value adjustment of mutual funds.

- The **revaluation of earn out payments** was a 59 million euro expense compared to a 35 million euro income in 2024.

The **share in profit of equity-accounted investees**, net of tax, was a 3 million euro profit in 2025, compared to a 2 million euro loss in 2024.

Income tax was a charge of euro 577 million versus a charge of euro 549 million in 2024. The effective tax rate is 25.1% for 2025 compared to a rate of 24.9% for 2024.

Net income attributable to non-controlling interests is a 8 million euro profit in 2025, compared with a 9 million euro profit in 2024. Overall, the **net income attributable to the Group** was euro 1,653 million in 2025, compared to euro 1,660 million in 2024. The Group's **earnings per share** was 6.58 euros in 2025, compared to 6.62 euros in 2024.

FINANCIAL AND CASH POSITION

FREE CASH FLOW

The Group's **free cash flow**, before change in working capital requirements, was euro 2,032 million in 2025, up euro 194 million compared to 2024, notably in relation to the EBITDA, which increased by euro 154 million.

Income tax paid amounted to euro 536 million, down euro 119 million from euro 655 million in 2024, mostly in relation to the favorable impact of euro 98 million on tax paid in the U.S. generated by the One Big Beautiful Bill Act (see Note 10 of the consolidated financial statements) and some non-recurring payments in 2024.

Repayments of lease liabilities and related interests remain stable at euro 453 million both in 2025 and 2024.

Net financial interests generated a euro 26 million income in 2025, compared to a euro 69 million income in 2024.

Net investments in fixed assets amounted to euro 249 million in 2025, a slight increase compared to euro 235 million in 2024.

GROUP EQUITY AND NET DEBT

Consolidated equity attributable to holders of the parent company moved from euro 11,060 million at December 31, 2024 to euro 10,447 million at December 31, 2025, due to the following elements:

- (+) Net income for 2025: euro 1,653 million;
- (-) Other comprehensive income, net of tax (mainly related to the translation reserve): euro 1,291 million;
- (-) Dividends: euro 903 million;
- (+) Share-based compensation, net of tax: euro 84 million;
- (-) (Purchases) / Sales of treasury shares: euro 147 million;
- (-) Acquisitions and commitments to buy-out non-controlling interests: euro 9 million.

Minority interests were negative at euro 23 million, compared to negative euro 24 million at December 31, 2024.

The Group reported a **net cash position** of euro 548 million as of December 31, 2025, compared to a euro 775 million net cash position as of December 31, 2024.

During 2025, in addition to the acquisitions of subsidiaries, two significant transactions impacted the Group's debt:

- the repayment of the bond tranche, issued in 2019 as part of the financing of the acquisition of Epsilon and maturing in June 2025, for an amount of euro 750 million;
- the completion of a bond issue in June 2025 for a total amount of euro 1,250 million, as part of the implementation of an EMTN program in May 2025. Net proceeds from the offering will be used for general corporate purposes.

The Group's average **net debt** in 2025 amounted to euro 971 million, versus euro 585 million in 2024.

The Group's gross debt amounted to euro 3,483 million at December 31, 2025, compared to euro 2,869 million at December 31, 2024. This debt consisted of 88% long-term borrowings. The Group's gross debt, excluding debt related to earn-outs and commitments to buy-out non-controlling interests, is made up of fixed-rate bond loans.

As of December 31, 2025, the debt (after currency swaps) is primarily denominated in U.S. dollars for an amount of euro 2,057 million, representing 59% of the gross debt, and euros for an amount of euro 1,304 million, representing 37% of the gross debt.

PUBLICIS GROUPE SA (PARENT COMPANY)

Operating income totaled euro 158 million in 2025, compared with euro 150 million in the previous year. It includes rental income on real estate and fees for services contracted by the Group's subsidiaries for euro 36 million, (compared to euro 40 million in 2024), and pass-through revenue and other income for euro 122 million (compared to euro 110 million in 2024). The majority of these last items have no impact on the Company's net income, since they are offset by operating expenses. The increase comes from there-invoicing to Group agencies of the deliveries of free shares to employees benefitting from LTI plans.

Operating expenses amounted to euro 153 million in 2025, compared with euro 146 million the previous year. Excluding pass-through costs, they remained stable.

As a result, **operating income** is a euro 4 million profit, as well as in 2024.

Financial income amounted to euro 1,110 million in 2025, compared to euro 2,008 million the previous year, mostly due to the decrease in the dividends received from subsidiaries.

Financial expenses totaled euro 80 million in 2025, compared to euro 129 million the previous year. This change is mostly related to the decrease in the interest expenses related to the Group's cash pool and intra-group loans.

As a result, the financial result is set at euro 1,029 million in 2025, down euro 850 million, compared to euro 1,879 million last year.

Pre-tax profit was a positive euro 1,034 million for 2025, compared to a euro 1,883 million profit in 2024.

The exceptional result was not significant in 2025. It amounted to euro 4 million in 2024.

After inclusion of euro 12 million **income tax** credit resulting from the French tax consolidation, the **net income of Publicis Groupe SA**, the Groupe's parent company, was a euro 1,046 million profit as of December 31, 2025, compared with a euro 1,895 million profit as of December 31, 2024.

FIRST QUARTER 2026 REVENUE

The Group published its first quarter revenue on April 14, 2026.

Revenue in Q1 2026 was 4,191 million euros, compared to 4,161 million euros in Q1 2025. Organic growth of revenue reached +6.4%.

Net revenue in Q1 2026 was 3,460 million euros, compared to 3,535 million euros in Q1 2025. Organic growth of net revenue reached +4.5%. Exchange rates had a negative impact of 268 million euros. Acquisitions, net of disposals, accounted for a positive impact of 46 million euros.

The Group's AI-powered marketing services, representing 86% of total net revenue, continued to perform strongly, driven by rising client demand, and delivered +7.6% revenue organic growth and +5.6% net revenue organic growth this quarter. This includes the Group's Connected Media practice, which posted high single-digit net revenue organic growth, and Intelligent Creativity practice, which delivered low single-digit organic growth this quarter. The geopolitical situation in the Middle East reduced client visibility and weighed on large and capex-heavy transformation projects. As a result, the Group's Technology practice, representing 14% of total net revenue, was slightly down on a net revenue organic growth basis this quarter.

North America net revenue was +4.7% on an organic basis. The U.S., the Group's largest geography, which represented 59% of total net revenue in Q1, delivered strong organic growth of +4.7% this quarter, which was fueled by mid-single-digit growth from both Connected Media and Intelligent Creativity.

Net revenue in Europe was +3.9% organically. Organic growth in the U.K. was up +6.2% France posted +1.6% organic growth, led by Connected Media.

Net revenue in Asia Pacific recorded +5.9% growth on an organic basis. China performed strongly with +11.7% organic growth, driven by double digits at Connected Media.

In Middle East & Africa, net revenue was down -5.1% organically as a result of the conflict in the region this quarter.

Net revenue in Latin America was up +13.3% organically driven by double-digit growth of both Connected Media and Intelligent Creativity.

Net financial debt amounted to 1,156 million euros as of March 31, 2026 compared to a net cash position of 548 million euros at December 31, 2025 reflecting the seasonality of activity. The Groupe's last twelve months average net debt as of March 31, 2026 amounted to 1,035 million euros compared to 672 million euros as of March 31, 2025.

OUTLOOK

The trends described below do not constitute forecast or profit estimates as defined by the modified European Regulation no. 809/2004 of April 29, 2004, used in application of directive 2003/71/00 of the European Parliament and Council of November 4, 2003.

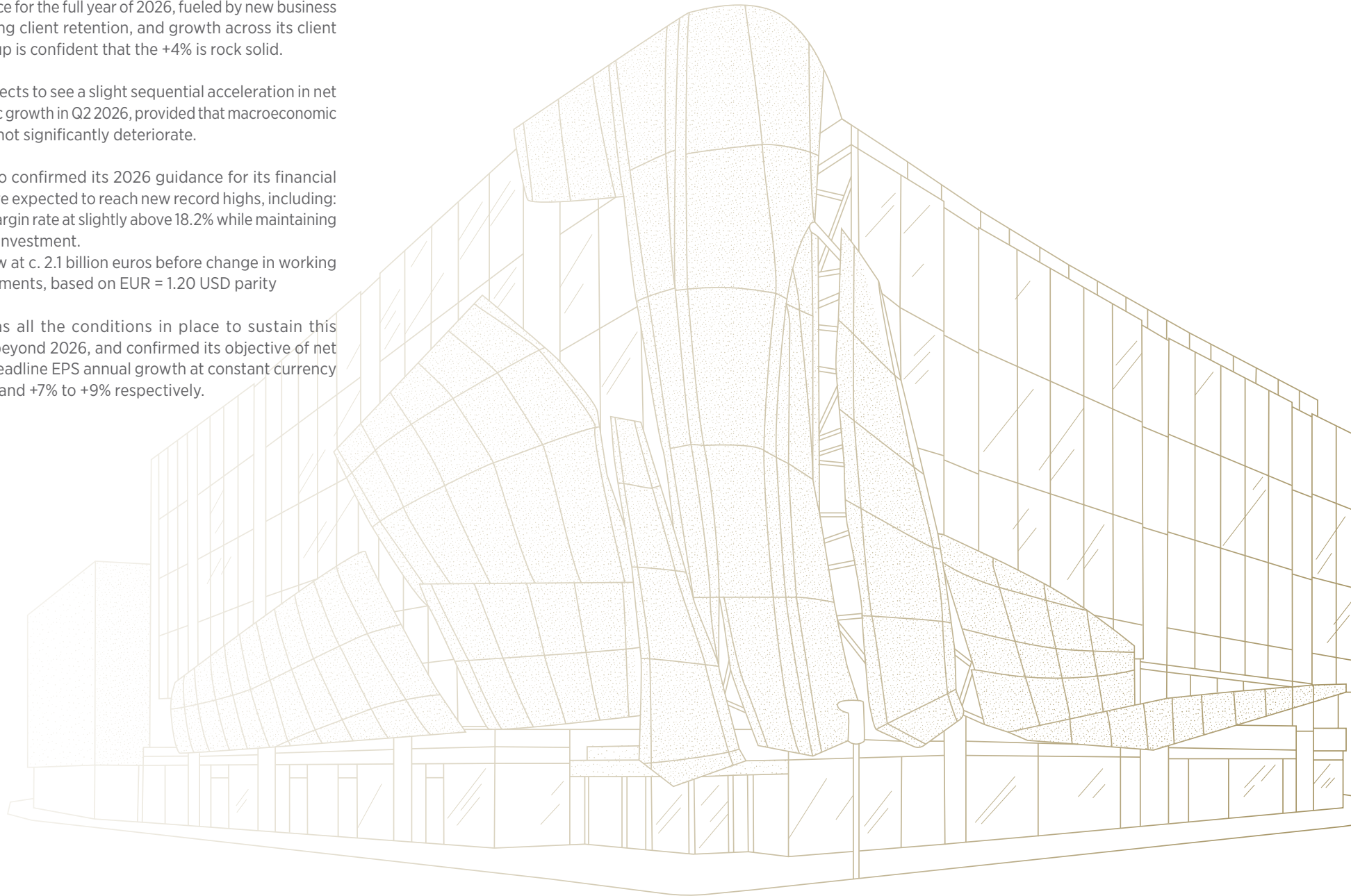
Publicis Groupe confirmed its +4% to +5% net revenue organic growth guidance for the full year of 2026, fueled by new business tailwinds, strong client retention, and growth across its client base. The Group is confident that the +4% is rock solid.

The Group expects to see a slight sequential acceleration in net revenue organic growth in Q2 2026, provided that macroeconomic conditions do not significantly deteriorate.

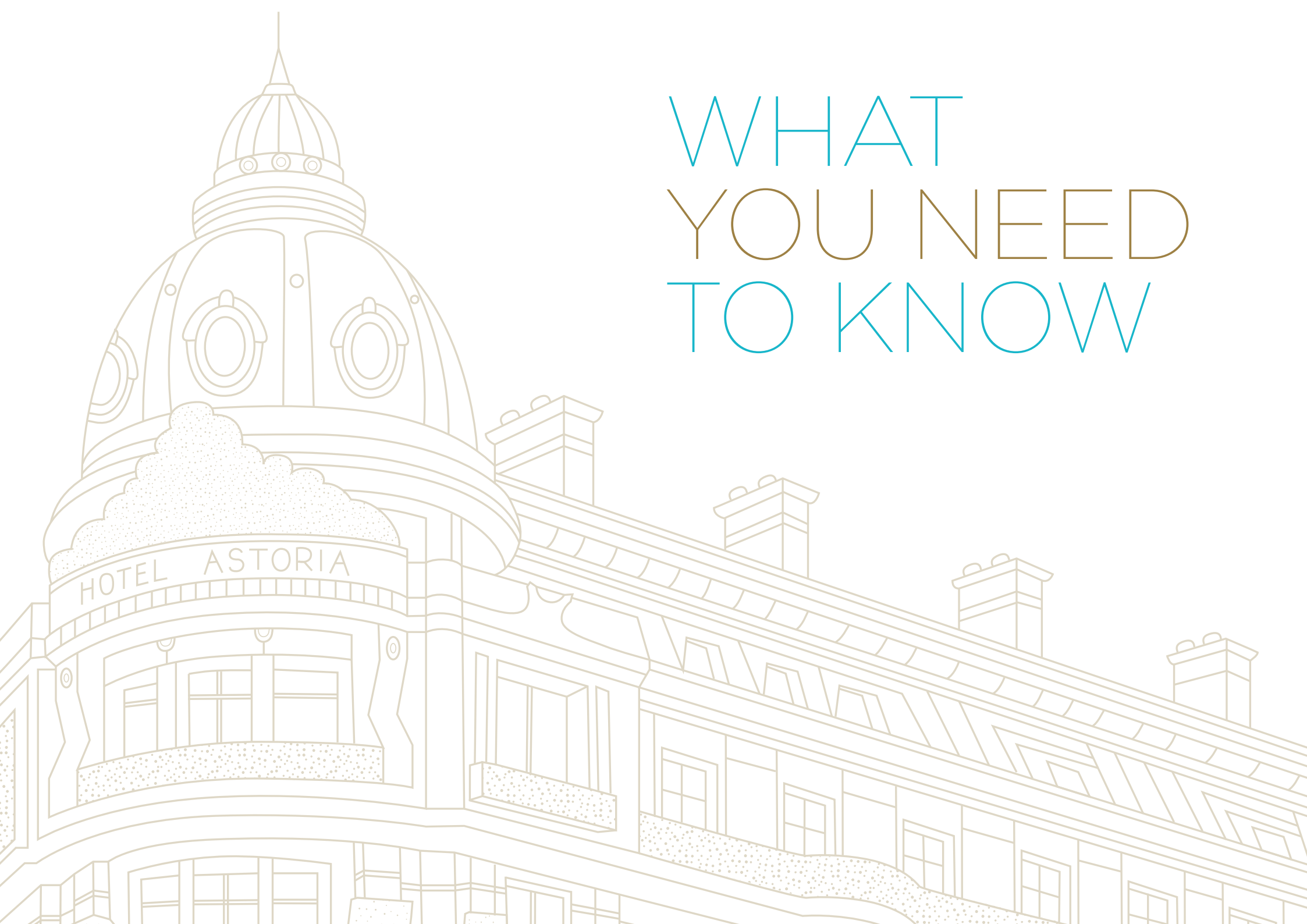
The Group also confirmed its 2026 guidance for its financial ratios, which are expected to reach new record highs, including:

- Operating margin rate at slightly above 18.2% while maintaining a high level of investment.
- Free cash flow at c. 2.1 billion euros before change in working capital requirements, based on EUR = 1.20 USD parity

The Group has all the conditions in place to sustain this performance beyond 2026, and confirmed its objective of net revenue and headline EPS annual growth at constant currency of +6% to +7% and +7% to +9% respectively.



WHAT
YOU NEED
TO KNOW



1. GOVERNANCE AND ITS EVOLUTION

General Shareholders' Meeting of May 29, 2024 approved (by a 94.93% majority) the change in Publicis Groupe SA's governance structure from a Supervisory Board and Management Board to a Board of Directors.

Upon recommendation of the Nominating Committee, the Board of Directors decided, at its meeting on May 29, 2024, to combine the roles of Chairman of the Board of Directors and Chief Executive Officer.

Consequently, Mr. Arthur Sadoun, previously Chairman of the Management Board, was appointed Chairman and Chief Executive Officer, while Mr. Maurice Lévy, previously Chairman of the Supervisory Board, was appointed Emeritus Chairman, thus preserving the tandem formed by Mr. Arthur Sadoun and Mr. Maurice Lévy since 2017, a key factor in the Group's success.



MAURICE LÉVY

Emeritus Chairman

Mr. Maurice Lévy was appointed Emeritus Chairman by the Board of Directors on May 29, 2024. He holds an advisory role and shares with the Board his experience, expertise, deep understanding of the Groupe, and privileged relationships with major stakeholders in France and internationally.

Combining the functions of Chair and Chief Executive Officer is the most appropriate organizational structure for Publicis Groupe's current situation, its agility, its business sector, its geographical locations and the challenges it faces.

The Board considered that combining the roles of Chairman and Chief Executive Officer would make it possible to further improve the effectiveness of the management team, thanks to a responsive and agile governance system in its decision-making, under the impetus and control of the Board of Directors, while ensuring continuity in the governance of the Group, which has been at the heart of Publicis' success since its creation.

This change was followed by appropriate measures to ensure balanced governance. These include the continuation of Mrs. Élisabeth Badinter as Vice-Chair of the Board of Directors, the reinforcement of Board Committees to improve the monitoring of the Company's risks and strategy, and the creation of the role of Lead Director, held by Mr. André Kudelski.

Mrs. Élisabeth Badinter, Vice-Chair of the Board of Directors, contributes to ensuring balanced governance within the Group. Through her long experience and her essential contribution to all the work of the Board, she continuously ensures that the Group's fundamental values are respected in the interest of its leading stakeholders, including the employees and shareholders.

Mr. André Kudelski, Lead Director, contributes to balanced governance and shareholder dialogue, enhances the organization of dialogue with and within the Board, and helps address potential conflicts of interest.

Detailed information on the roles and responsibilities of Publicis Groupe SA's governance bodies is available in section 3.1.1 "Corporate governance" of the 2025 Universal Registration Document.¹

⁽¹⁾ The Universal Registration Document is available for consultation on the Publicis Groupe website in the regulated information section: <https://www.publicisgroupe.com/en/investors/investors-analysts/regulatory-information> and on the website of the Financial Markets Authority (www.amf-france.org).

1.1 BOARD OF DIRECTORS AS OF DECEMBER 31, 2025



ARTHUR SADOUN
Chairman and Chief Executive Officer



ÉLISABETH BADINTER
Vice-Chair of the Board of Directors
Chair of the Nominating Committee



SIMON BADINTER
Member of the Strategic,
Environmental and Social Committee



JEAN CHAREST
Member of the Audit and Financial
Risks Committee
Member of the Strategic,
Environmental and Social Committee



SOPHIE DULAC
Member of the Strategic,
Environmental and Social Committee



THOMAS H. GLOCER
Independent Director
Chair of the Audit and Financial Risks
Committee
Member of the Compensation Committee,
Member of the Nominating Committee



MARIE-JOSÉE KRAVIS
Independent Director
Chair of the Strategic, Environmental
and Social Committee
Member of the Nominating Committee



ANDRÉ KUDELSKI
Lead Independent Director
Member of the Compensation
Committee
Member of the Audit and Financial
Risks Committee
Member of the Nominating Committee



SUZAN LEVINE
Independent Director
Member of the Audit
and Financial Risks Committee,
Member of the Strategic,
Environmental and Social Committee



ANTONELLA MEI-POCHTLER
Independent Director
Chair of the Compensation Committee
Member of the Nominating Committee



TIDJANE THIAM
Independent Director
Member of the Audit and Financial
Risks Committee
Member of the Strategic, Environmental
and Social Committee



PIERRE PÉNICAUD
Director representing employees
Member of the Strategic, Environmental
and Social Committee



PATRICIA VELAY-BORRINI
Director representing employees
Member of the Compensation
Committee

13 Members of which
2 Directors representing
the employees



Independent
Directors⁽¹⁾⁽²⁾



Gender parity⁽¹⁾



Average age



Average length
of term of office⁽³⁾



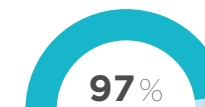
International⁽⁴⁾



Number
of meetings



Overall
attendance rate



(1) In accordance with the law and the Afep-Medef Code, Directors representing employees on the Board of Directors are not considered in the calculation of the percentages related to gender representation or in the count of independent members.

(2) Directors qualifying as independent according to the Afep-Medef Code independence criteria.

(3) Excluding the historical Director members representing the Badinter family, if we include the Badinter family, the average term of office is 13 years.

(4) Directors who are other than French nationals (excluding members representing employees).

The table below provides a summary of the composition of the Board of Directors as of December 31, 2025:

	Personal information			Experience			Position on the Board of Directors			Committee Membership			
	Age ⁽¹⁾	Gender	Nationality	Number of Publicis Groupe SA share held ⁽¹⁾	Total number of office held in listed companies	Independent member ⁽²⁾	First appointment	Year(s) on the Board	End of term of office	Member of the Audit and Financial Risks Committee	Member of the Nominating Committee	Member of the Compensation Committee	Member of the Strategic, Environmental and Social Committee
Arthur Sadoun <i>Chairman and Chief Executive Officer</i>	54	M	French	298,296	2	No	29/05/2024	1	2028 GSM				
Élisabeth Badinter <i>Vice-Chair of the Board</i>	81	F	French	16,700,967	1	No	27/11/1987	38	2028 GSM		✓		
Simon Badinter	57	M	French and American	1,296	1	No	17/06/1999	26	2026 GSM				•
Jean Charest	67	M	Canadian	1,400	3	No	29/05/2013	12	2027 GSM	•			•
Sophie Dulac	68	F	French	1,599,460	1	No	25/06/1998	27	2028 GSM				•
Thomas H. Glocer	66	M	American	500	3	Yes	25/05/2016	9	2028 GSM	✓	•	•	
Marie-Josée Kravis	76	F	American	2,914	2	Yes	01/06/2010	15	2028 GSM		•		✓
André Kudelski	65	M	Swiss and American	500	2	Yes	25/05/2016	9	2028 GSM	•	•	•	
Suzan LeVine	56	F	American	537	1	Yes	29/05/2019	6	2027 GSM	•			•
Antonella Mei-Pochtler	67	F	Italian	500	3	Yes	29/05/2019	6	2027 GSM		•	✓	
Tidjane Thiam	63	M	Ivorian	700	2	Yes	25/05/2022	3	2026 GSM	•			•
Pierre Pénicaud <i>Director representing employees</i>	62	M	French	0	1	n/a	20/06/2017	8	12/05/2028				•
Patricia Velay-Borrini <i>Director representing employees</i>	57	F	French	50	1	n/a	16/10/2020	5	12/05/2028			•	
	M: male - F: female					n/a: not applicable			✓ Committee Chair				

(1) As of December 31, 2025.

(2) Directors qualifying as independent according to the Afep-Medef Code independence criteria.

COMPLEMENTARITY OF SKILLS

The Directors possess diverse expertise in key areas for Publicis Groupe. Taking into account each individual's experience, level of engagement and membership on the Board's Committees, the Nomination Committee, after consulting each Director, has drawn up an individualized skills matrix. This matrix is updated annually.



INTERNATIONAL EXPERIENCE

Experience as a manager, senior executive or member of a Board within a significant group and/or company with an international dimension (other than Publicis Groupe) and/or acquired within a foreign organization or public administration providing a good understanding of the issues related to the various regions where Publicis Groupe operates and a corporate office in an international group.

FINANCE/AUDIT

Academic training and/or experience in roles enabling in-depth practice in at least two of the following areas: corporate finance, audit and internal control processes, risk management, insurance, taxation, mergers and acquisitions and financial markets.

HUMAN RESOURCES

Experience as a manager or senior executive in a large group and/or company to be an expert in issues related to human resources and management in an international and multicultural context.

GOVERNANCE

Experience as a manager, senior executive or member of a Board within a large group and/or company and/or certifying training courses from recognized organizations in terms of governance allowing a good understanding governance issues and the operation of listed companies the size of Publicis.

ETHICS/COMPLIANCE

Experience as an executive or senior executive and/or member of an Ethics/CSR Committee of a listed company and/or acquired through exposure to regulatory authorities or public bodies with theoretical knowledge of ethics, human rights, compliance. This also includes Directors whose career is well-known in human rights.

GEOPOLITICS

Professional experience and/or personal commitment within a public or private entity or personal work to analyze and understand geopolitical balances and tensions, to measure their direct impacts on the Company's business and reputation and to inform appropriate strategic decision-making.



COMMUNICATION/ADVERTISING/MEDIA

Experience as a manager, senior executive, member of a Board, or salaried positions within a large group and/or company strongly anchored in the communications and advertising and/or media sectors that provide a good understanding of the Publicis Groupe's activities.

NEW TECHNOLOGIES/DIGITAL/ARTIFICIAL INTELLIGENCE

Experience as a manager, senior executive, member of a Board or salaried positions within a large group and/or company making it possible to understand, implement or develop technological, data, digital and/or artificial intelligence strategies.
















SUSTAINABLE DEVELOPMENT/ENVIRONMENTAL COMMITMENT

Professional experience, training and/or personal commitment within a large group and/or company and/or recognized organizations providing a good understanding of environmental and/or climate issues, particularly for service companies, and issues related to non-financial reporting.

SOCIETAL COMMITMENT

Professional experience and/or personal commitment within a large group and/or company and/or recognized organizations on subjects with a strong social dimension allowing a good understanding of social and societal issues. This also includes Directors whose career is well-known in social and societal issues.

The skills matrix helps distinguish the level of assessment of Directors by indicating whether they have expertise (E) or good knowledge (GK) of the skills defined:

	General skills						Segment skills		CSR skills		Committee membership			
	International experience	Finance/Audit	Human resources	Governance	Ethics/Compliance	Geopolitics	Communication/Advertising/Media	New technologies/Digital/Artificial intelligence	Sustainable development/Environmental commitment	Societal commitment	Audit and Financial Risks Committee	Nominating Committee	Compensation Committee	Strategic, Environmental and Social Committee
 Arthur Sadoun <i>Chairman and Chief Executive Officer</i>	E	E	E	E	GK		E	E	GK	E				
 Élisabeth Badinter			GK	E	E	E	E			E		*		
 Simon Badinter	E			E	GK		E	GK		E				*
 Jean Charest	E	E	GK	E	E	E			E	E	*			*
 Sophie Dulac			E	E	GK		E		GK	GK				*
 Thomas H. Glocer	E	E	GK	E	GK	GK	E	E			*	*	*	
 Marie-Josée Kravis	E	E		E	GK	E		GK		E		*		*
 André Kudelski	E	E	E	E	GK	GK	E	E	GK	GK	*	*	*	
 Suzan LeVine	E	GK	E	E	E	E	E	E	E	E	*			*
 Antonella Mei-Pochtler	E	GK	E	E	E	E	GK	E	GK	E		*	*	
 Tidjane Thiam	E	E	GK	E	E	E		GK	GK	E	*			*
 Pierre Pénicaud			GK		GK		E		GK	GK				*
 Patricia Velay-Borrini			GK	GK	GK		GK		GK				*	
Total	69%	62%	85%	92%	100%	62%	77%	62%	69%	85%	-	-	-	-

E: Expertise - GK: Good knowledge

PRESENTATION OF THE DIRECTORS AS OF DECEMBER 31, 2025



ARTHUR SADOUN

Chairman and Chief Executive Officer

Born on May 23, 1971,
of French nationality

First appointment:
May 29, 2024

Expiry of term of office:
2028 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
298,296

Publicis Groupe SA
133, avenue des Champs-Élysées
75008 Paris
France

BIOGRAPHY

Arthur Sadoun, a graduate of the European Business School and holder of an MBA from INSEAD, the European Institute of Business Administration, started his career at the age of 21, creating his own advertising agency in Chile that he would later sell to BBDO. He joined the TBWA network (Omnicom) in 1997 and was appointed CEO of TBWA/Paris in 2003. In 2006, he joined Publicis Groupe as CEO of Publicis Conseil, the Group's flagship founded by Marcel Bleustein-Blanchet. He was appointed Chairman of Publicis France in 2009 then promoted to CEO of the Publicis Worldwide network in 2013. In 2015, he was appointed CEO of Publicis Communications, the creative solutions arm of Publicis Groupe. On June 1, 2017, he was appointed Chairman of the Management Board of Publicis Groupe SA. On May 29, 2024, Arthur Sadoun was named Chairman and Chief Executive Officer. Arthur Sadoun was made a *Chevalier de l'ordre national du Mérite* in 2014 and named "Director of the Year" by Advertising Age in 2016. He was made a *Chevalier de la Légion d'Honneur* in 2021.

Other offices and positions held within the Groupe

- Director: MMS USA Holdings, Inc. (United States)

Offices held outside the Groupe

- Independent Director: Carrefour SA, listed company (France).

Offices held outside the Groupe in the last five years

Office listed above

Key expertises*

Generale: • International experience • Finance/Audit • Human Resources • Governance
Segment: • Communications/Advertising/Media • New technologies/Digital/Artificial Intelligence
CSR: • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



ÉLISABETH BADINTER

Vice-Chair of the Board of Directors
Chair of the Nominating Committee

Born on March 5, 1944,
of French nationality

First appointment:
November 27, 1987

Expiry of term of office:
2028 Annual Ordinary General

Shareholders' Meeting
Number of shares held:
16,700,967

Publicis Groupe SA
133, avenue des Champs-Élysées
75008 Paris
France

BIOGRAPHY

Élisabeth Badinter is the daughter of Marcel Bleustein-Blanchet, Publicis Groupe's founder. She is a qualified philosophy teacher, specializing in the 18th century, and has also lectured at the École Polytechnique. Observer of the evolution of mentalities and mores, she has authored numerous essays. Élisabeth Badinter joined the Supervisory Board in 1987 and chaired it from 1996 to 2017. She has been Vice-Chair of the Board of Directors of Publicis Groupe SA since May 29, 2024.

Other offices and positions held within the Groupe
None

Main offices and positions held outside the Groupe

- Writer
- Chair: Eljud SAS (France), Judest SAS (France), Juzach SAS (France), Eliben SAS (France), Alba SAS (France), Vaba SAS (France), Elsi SAS (France)
- Chair of the Fondation Marcel Bleustein-Blanchet pour la Vocation (France)

Offices held outside the Groupe in the last five years
Offices listed above

Key expertises*

General: • Governance • Ethics/Compliance
Segment: • Communications/Advertising/Media
CSR: • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



SIMON BADINTER

Director

Member of the Strategic, Environmental and Social Committee

Born on June 23, 1968,
of French and American nationality

First appointment:
June 17, 1999

Expiry of term of office:
2026 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
1,296

Publicis Groupe SA
133, avenue des Champs-Élysées
75008 Paris
France

BIOGRAPHY

Son of Élisabeth Badinter, Simon Badinter has successively served as Director of International Development (1996), member of the Management Board (1999-2013) and Chair (2003-2011) of Médias et Régies Europe, as well as Chair of Médias Régies America until 2013. Simon Badinter was in turn host of his radio show, broadcast in the United States in the evenings by Iheartradio and then, from 2017, volunteer coach for youth in detention in Ohio, a program which was extended to Kentucky and Pennsylvania in 2023, and a volunteer organizer of the Sing for Life program at the Akron Children's Hospital Behavioral Department in Ohio. In December 2022, the Ohio State Association of Juvenile Court Judges awarded him the Court Service Award in recognition of his overall work with troubled youth and service to the court system. He is also a member of the Board of Directors of Médiavision et Jean Mineur.

Other offices and positions held within the Groupe

- Director: Médiavision et Jean Mineur SA (France)

Main offices and positions held outside the Groupe

- Director: BDC SAS (France)
- Counselor and coach (United States)
- Chair and Chief Executive Officer: Simbad Productions LLC (United States)
- Chief Executive Officer: Elsi SAS (France)

Offices held outside the Groupe in the last five years

Offices listed above

Key expertises*

General: • International experience • Governance
Segment: • Communications/Advertising/Media
CSR: • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



JEAN CHAREST

Director

Member of the Audit and Financial Risks Committee

Member of the Strategic, Environmental and Social Committee

Born on June 24, 1958,
of Canadian nationality

First appointment:
May 29, 2013

Expiry of term of office:
2027 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
1,400

Therrien Couture Joli-Coeur
1100, René Lévesque Boulevard West,
Suite 2000, Montreal (Quebec)
H3B 4N4
Canada

BIOGRAPHY

A trained lawyer, former Deputy Prime Minister of Canada and Prime Minister of Quebec from 2003 to 2012, the Hon. Jean Charest is one of Canada's best-known political figures. In particular, he initiated the negotiation of the Commercial and Comprehensive Economic Agreement (CETA) between Canada and the European Union. He signed the most modern labor mobility agreement in the world with France, and his government delivered the "Plan Nord," a sustainable development plan for northern Quebec. He is now a partner at the Canadian law firm Therrien Couture Joli-Cœur. In early 2025, Jean Charest was appointed to the Council on Canada-U.S. Relations launched by the Prime Minister of Canada. He also joined the Canada-U.S. Business Council to collaborate on the issue of tariffs and the CUSMA.

Other offices and positions held within the Groupe

None

Main offices and positions held outside the Groupe

- Partner: Cabinet Therrien Couture Joli-Coeur (Canada)
- Chair of the Board of Directors: Ondine Biomedical, listed company (Canada)
- Member of the Canadian Group of the Trilateral Commission (Canada)
- Honorary Chair: Canada ASEAN Business Council (Singapore)
- Member: Leaders pour la Paix (France)
- Permanent representative member: Chardi, Inc. (Canada)
- Co-Chair of the Board of Directors: Canada UAE Business Council (CUBC) (Canada)
- Director: China-Europe International Business School (CEIBS) (China), Stingray Group Inc., listed company (Canada)
- Chairman of the Advisory Board: Duham House (Canada)
- Steering Committee member: Council on Canada-US Relations (Canada)
- Member: Government of Canada Advisory Committee on Canada-U.S. Relations (Canada)

Offices held outside the Groupe in the last five years

Offices listed above as well as the following offices:

- Member of the Advisory Committee: CelerateX (Hong Kong) (term ended in 2024)

- Chair of the Board of Directors: Windiga Energie (Canada) (term ended in 2022)
- Director: Historica Canada (Canada) (term ended in 2025), Institute for Research on Public Policy (Canada) (term ended in 2025), Rideau Hall Foundation (Canada) (term ended in 2025), Canada Jetlines Operations Ltd, listed company (Canada) (term ended in 2022), Compagnie des Chemins de Fer nationaux du Canada, listed company (Canada) (term ended in 2022), Asia Pacific Foundation (Canada) (term ended in 2021)
- Member of the Supervisory Board and member of the Governance Committee: Tikehau Capital SCA, listed company (France) (term ended in 2025)
- Member of the Advisory Board: Woodrow Wilson Center - Canada Institute (Canada) (term ended in 2025), Canadian Global Affairs Institute (Canada) (term ended in 2025)

Key expertises*

General: • International experience • Finance/Audit • Governance • Ethics/Compliance • Geopolitics
CSR: • Sustainable development/Environmental commitment • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



SOPHIE DULAC

Director

Member of the Strategic, Environmental and Social Committee

Born on December 26, 1957,
of French nationality

First appointment:
June 25, 1998

Expiry of term of office:
2028 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
1,599,460

Dulac Cinémas
60, rue Pierre-Charron
75008 Paris
France

BIOGRAPHY

Granddaughter of Marcel Bleustein-Blanchet and niece of Élisabeth Badinter, Sophie Dulac first worked in the public relations sector. With a degree in psychography, she continued her career by founding and managing a recruitment consultancy firm. Since 2001, she has chaired the cinema company, Les Écrans de Paris, now called Dulac Cinémas. She also manages the film production and distribution companies, Dulac Productions and Dulac Distribution, which are now part of the Maison Dulac Cinéma holding company. She has been a member of the Board of Directors of Publicis Groupe SA (formerly the Supervisory Board) since 1999.

Other offices and positions held within the Groupe

None

Main offices and positions held outside the Groupe

- Chair: Dulac Cinémas SAS (France), Maison Dulac Cinéma SAS (France)
- Manager: Dulac Productions SARL (France), Dulac Distribution SARL (France), Marceau Media SARL (France)
- Vice-Chair of the Board of Directors: CIM de Montmartre (Association) (France)
- Chair: Association Champs-Élysées Film Festival (France)

Offices held outside the Groupe in the last five years

Offices listed above

Key expertises*

General: • Human Resources • Governance
Segment: • Communications/Advertising/Media

** The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.*



THOMAS H. GLOCER

Independent Director

Chair of the Audit and Financial Risks Committee

Member of the Compensation Committee

Member of the Nominating Committee

Born on October 8, 1959,
of American nationality

First appointment:
May 25, 2016

Expiry of term of office:
2028 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
500

Angelic Ventures LP
6 East 45th Street,
New York, NY 10017
United States

BIOGRAPHY

Thomas H. Glocer was a corporate lawyer at the Davis Polk & Wardwell law firm, before joining Reuters in 1993. He was appointed CEO of Reuters Group in 2001 and then from April 2008 to December 2011, CEO of Thomson Reuters Corp. He is currently Executive Chair of the Board of BlueVoyant Inc and Chair of the Board of Istari Global Ltd, companies specialized in cyber defense, and Executive Chair of the Board of Capitolis Inc., specialized in financial technology. He is also General Partner at Communitas Capital LLC, a venture capital company, and member of the Boards of Directors of Morgan Stanley, Merck & Co and System Inc.

Other offices and positions held within the Groupe

None

Main offices and positions held outside the Groupe

- Founder and Managing Partner: Angelic Ventures LP (United States)
- Executive Chair of the Board: Capitolis, Inc. (United States), BlueVoyant Inc. (United States)
- Chair of the Board: Istari Global Ltd (United Kingdom)
- General Partner: Communitas Capital LLC (United States)

- Director: Merck & Co., Inc., listed company (United States), Morgan Stanley, listed company (United States), K2 Integrity, Inc. (United States), Atlantic Council (United States), System Inc. (United States), International Tennis Hall of Fame (United States)
- Member of the Board of Trustees: Cleveland Clinic (United States)
- Member: President's Council on International Activities at Yale University (United States), European Business Leaders Council – EBLC (Finland)
- Member of the Advisory Committee: Columbia Global Center, Paris (United States)
- Mentor: CMI (United Kingdom)
- Adviser: Norm AI (United States)

Offices held outside the Groupe in the last five years

Offices listed above as well as the following offices:

- Member of the International Advisory Group: Linklaters LLP (United Kingdom) (term ended in 2023)
- Director: Reynen Court LLC (United States) (term ended in 2022)

Key expertises*

General: • International experience • Finance/Audit • Governance

Segment: • Communications/Advertising/Media • New technologies/Digital/Artificial Intelligence

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



MARIE-JOSÉE KRAVIS

Independent Director

Chair of the Strategic, Environmental and Social Committee

Member of the Nominating Committee

Born on September 11, 1949,
of American nationality

First appointment:

June 1, 2010

Expiry of term of office:

2028 Annual Ordinary General
Shareholders' Meeting

Number of shares held:

2,914

625, Park Avenue
New York, NY 10065
United States

BIOGRAPHY

Marie-Josée Kravis is an economist specializing in the analysis of public policy and strategic planning. She began her career as a financial analyst at Power Corporation of Canada and then worked for the Solicitor General of Canada and the Canadian Ministry of Public Services and Procurement. She was Vice-Chair of the Board of Directors and Senior Researcher at the Hudson Institute.

Other offices and positions held within the Groupe

None

Main offices and positions held outside the Groupe

- Chair Emeritus and Chair of the Board of Directors: Museum of Modern Art of New York – MoMA (United States)
- Director: LVMH Moët Hennessy-Louis Vuitton SA, listed company (France), The Bretton Woods Committee (United States)

- Vice-Chair of the Board and member of the Executive Committee: Memorial Sloan Kettering Cancer Center (United States)
- Chair of the Board of Directors: Sloan Kettering Institute (United States)
- Journalist
- Chair Emeritus: The Economic Club of New York (United States)

Offices held outside the Groupe in the last five years

Offices listed above as well as the following offices:

- Member of the International Advisory Committee: The Federal Reserve Bank of New York (United States) (term ended in 2023)
- Vice-Chair of the Board of Directors and Senior Researcher: Hudson Institute (United States) (term ended in 2021)

Key expertises*

General: • International experience • Finance/Audit • Governance
CSR: • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



ANDRÉ KUDELSKI

Lead Independent Director

Member of the Compensation Committee

Member of the Audit and Financial Risks Committee

Member of the Nominating Committee

Born on May 26, 1960,
of Swiss and American nationality

First appointment:
May 25, 2016

Expiry of term of office:
2028 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
500

Kudelski SA
22-24, route de Genève
PO Box 134
1033 Cheseaux-sur-Lausanne
Switzerland

BIOGRAPHY

André Kudelski is the Chairman of the Board and CEO of the Kudelski Group, a world leader in digital security, listed on the Swiss Stock Exchange (SIX: KUD.S). With a master's degree in applied physics from the École polytechnique fédérale de Lausanne (EPFL), he joined the Kudelski Group in 1984 as an R&D engineer. In 1989, he became head of Nagravision, the digital TV arm. In 1991, he succeeded his father, Stefan Kudelski, the company's founder, as Chairman and Chief Executive Officer. He is also Chair of the Board of Directors of Innosuisse, the federal Swiss Innovation Agency. He is Vice-Chair of the Board of Directors of the Swiss-American Chamber of Commerce and Chair of the Advisory Board of the École cantonale d'art de Lausanne (ECAL). André Kudelski sits on the Strategic Advisory Board of the EPFL. He is a member of the Swiss Academy of Technical Sciences (SATW). He is also a member of the Board of Directors and Executive Committee of the Greater Phoenix Economic Council (GPEC). He has previously served as Vice-Chair of the Board of Directors of Geneva International Airport. He also was Director of Nestlé, HSBC Private Banking Holdings (Switzerland), Edipresse and Dassault Systèmes. André Kudelski has received numerous distinctions, including the title of "Global Leader for Tomorrow" from the World Economic Forum in 1995 and an Emmy® Award in 1996 from the National Academy of Arts and Sciences, recognizing his work in controlling access to television. He is a regular speaker at the annual meetings of the World Economic Forum in Davos, Switzerland, and the Science and Technology in Society Forum in Kyoto, Japan.

Other offices and positions held within the Groupe
None

Main offices and positions held outside the Groupe

- Chair and Deputy Director: Kudelski SA, listed company (Switzerland)
- Deputy Manager: Nagravision Sarl (Switzerland)
- Chair of the Board of Directors: Innosuisse (public law) (Switzerland), Restaurant de l'Hôtel de Ville de Crissier SA (Switzerland), Montreux Media Venture (Switzerland)
- Co-Chair: NagraStar LLC (United States)
- Chairman and Chief Executive Officer: Nagra USA, LLC. (United States), Kudelski Security Holdings, Inc. (United States), Open TV, Inc. (United States), Kudelski Security, Inc. (United States)

- Vice-Chair: Swiss-American Chamber of Commerce (association) (Switzerland)
- Chair: Fondation du Festival de Jazz de Montreux (Switzerland)
- Director: Sunset Music SA (Switzerland), Greater Phoenix Economic Council (GPEC) (not-for-profit company) (United States)
- Member of Committee: Économiesuisse (association) (Switzerland)
- Member of the Strategy Advisory Board: Foundation of the École polytechnique fédérale de Lausanne (Switzerland)
- Member of the Foundation Board: Fondation Cinémathèque Suisse (Switzerland), Venture Foundation (Switzerland), Swiss Digital Initiative Foundation (Switzerland)
- Council Member: STS Forum (Japan)
- Chair of the Foundation Board: Foundation for the Support of Research and Development of Oncology (Switzerland)
- Member of the Advisory Council: Swiss Board Institute (foundation) (Switzerland)

- Member of the Swiss Higher Education Council (public law) (Switzerland)

Offices held outside the Groupe in the last five years

Offices listed above as well as the following offices:

- Member of the Steering Committee: Fondation Bilderberg Meetings (Netherlands) (term ended in 2024)
- Member of the Supervisory Board: Skidata GmbH (Austria) (term ended in 2024)
- Chairman and Chief Executive Officer: Kudelski Corporate, Inc. (United States) (term ended in 2024)
- Director: Automotive Trade Finance SA (Switzerland) (term ended in 2023), RSH Quality Food Concept SA (Switzerland) (term ended in 2022)
- Chair and Deputy Director: Nagra Plus SA (Switzerland) (term ended in 2021)

Key expertises*

General: • International experience • Finance/Audit • Human Resources • Governance
Segment: • New technologies/Digital/Artificial Intelligence • Communications/Advertising/Media

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



SUZAN LEVINE

Independent Director

Member of the Audit and Financial Risks Committee

Member of the Strategic, Environmental and Social Committee

Born on November 17, 1969, of American nationality

First appointment:
May 29, 2019

Expiry of term of office:
2027 Annual Ordinary General Shareholders' Meeting

Number of shares held:
537

1535 9th Avenue West
WA 98119 Seattle
United States

BIOGRAPHY

Suzan LeVine is currently Professor of Practice at the University of Washington and a Policy Mentor at Brown University. She previously served as Acting Assistant Secretary of the US Department of Labor's Employment and Training Administration in 2021. She previously served as Commissioner for the Department of Employment Security of the State of Washington from 2018 to 2021. She was US Ambassador to the Swiss Confederation and the Principality of Liechtenstein from 2014 to 2017. Her experience in the public sector has enabled her to leverage her technological expertise and executive experiences as Director of Communications and Student Partnerships at Microsoft, and as Vice-President of Sales and Marketing for luxury travel at Expedia.

In addition to her duties on the Board of Directors of Publicis Groupe SA, Suzan LeVine sits on the US Advisory Board of OpenClassrooms and Syndio Inc and on the non-profit Boards of Directors of CareerWise USA, the Pacific Science Center and the Thomas Jefferson foundation, organizations with impact on workforce development, civic engagement, equity, diversity, accessibility, and inclusion. She also co-founded two non-profits: the Kavana Cooperative and an Advisory Board for ILABS (Institute for Learning and Brain Sciences) at the University of Washington.

She graduated from Brown University with a Bachelor of Arts in English and a Bachelor of Science in Mechanical Engineering specialized in aerospace applications and holds an honorary doctorate from the École polytechnique fédérale de Lausanne (EPFL).

Other offices and positions held within the Groupe

None

Main offices and positions held outside the Groupe

- Director: CareerWise USA (United States), The Pacific Science Center (United States)
- Member of the Advisory Committee: Syndio (United States), OpenClassrooms SAS (France)
- Trustee of the Thomas Jefferson Foundation (United States)
- Policy Mentor: Brown University (United States)
- Professor of Practice : University of Washington (United States)

Offices held outside the Groupe in the last five years

Offices listed above as well as the following offices:

- Deputy Secretary: Employment and Training Administration of the United States Department of Labor (term ended in 2021)
- Commissioner at the Department of Employment Security for the State of Washington (United States) (term ended in 2021)
- Chair-Elect: The National Association of State Workforce Agencies (NASWA) (United States) (term ended in 2021)

- Director: Research Improving People's Lives (RIPL) (United States) (term ended in 2025), CareerWise Colorado (United States) (term ended in 2021), The American-Swiss Foundation (United States) (term ended in 2021)
- Member of The Career Connect Task Force (United States) (term ended in 2021), Markle Foundation's Rework America Task Force (United States) (term ended in 2021)
- Member of the Advisory Committee of the CEMETS (Center on the Economics and Management of Education and Training) of the ETH University of Zurich (Switzerland) (term ended in 2021)

Key expertises*

General: • International experience • Human Resources • Governance • Ethics/Compliance • Geopolitics
Segment: • Communications/Advertising/Media • New technologies/Digital/Artificial Intelligence
CSR: • Sustainable development/Environmental commitment • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



ANTONELLA MEI-POCHTLER

Independent Director
Chair of the Compensation Committee
Member of the Nominating Committee

Born on May 17, 1958,
 of Italian nationality

First appointment:
 May 29, 2019

Expiry of term of office:
 2027 Annual Ordinary General
 Shareholders' Meeting

Number of shares held:
 500

Kürschnergasse 4
 1210 Vienne
 Austria

BIOGRAPHY

Antonella Mei-Pochtler is a seasoned executive with many years of experience in the mass market consumer goods, media and technology sectors. She held key management positions at the Boston Consulting Group (BCG) in Europe and worldwide with a focus on digital transformation, strategy and organizations among others as member of the Global Executive Board. In her time at BCG, she created the Brand Club, a platform for CEOs of international brands and media companies in Germany. Named amongst the top 25 consultants worldwide by Consulting magazine, she won the Women Leaders in Consulting Lifetime Achievement award in 2013. She serves on various international boards, as member of the Board of Generali Group and Vice-Chair of the Board of Westwing SE. She is Vice-Chair of the family-owned Pochtler Industrieholding and of Deutsche Entertainment AG (DEAG). She is involved in a range of social causes and activities, particularly regarding equity in education and European strategic sovereignty. She is engaged in various non-profit institutions among others, UnternehmerTUM Ventures Labs and European Forum Alpbach. From 2018 to 2022, she was Special Advisor to the Austrian Federal Chancellor and Director of ThinkAustria, an Austrian government think tank and strategic planning unit. In this role, she launched the Kofi Annan Award for Innovation in Africa which she chairs as Co-Chairwoman.

Other offices and positions held within the Groupe
 None

Main offices and positions held outside the Groupe

- Vice-Chair of the Supervisory Board: Westwing Group AG, listed company (Germany), iSi Automativ Holding (Austria), DEAG (Germany)
- Vice-Chair of the Board: Pochtler Industrieholding (Austria)

- Vice-Chair: European Forum Alpbach (association) (Austria)
- Independent Director, member of the Corporate Governance and Social and Environmental Sustainability Committee and member of the Related-party Transactions Committee: Generali, listed company (Italy)
- Member of the Supervisory Board: TUM Venture Labs (association) (Germany)

Offices held outside the Groupe in the last five years

Offices listed above as well as the following offices:

- Member of the Supervisory Board: ProSiebenSat.1 Media SE, listed company (Germany) (term ended in 2023), Eni Plenitude SpA (Italy) (term ended in 2023)
- Director: SIPRA (Côte d'Ivoire) (term ended in 2022)

Key expertises*

General: • International experience • Human Resources • Governance • Ethics/Compliance • Geopolitics
 Segment: • New technologies/Digital/Artificial Intelligence
 CSR: • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



TIDJANE THIAM

Independent Director

Member of the Audit and Financial Risks Committee

Member of the Strategic, Environmental and Social Committee

Born on July 29, 1962,
of Ivorian nationality

First appointment:
May 25, 2022

Expiry of term of office:
2026 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
700

SunPower
1403 North 630 East
Orem, UT 84097
United States

BIOGRAPHY

A graduate of École polytechnique and École nationale supérieure des Mines de Paris and holder of an MBA from INSEAD, Tidjane Thiam worked for ten years at the strategy consulting firm McKinsey where he was a Partner. Between 1994 and 1999, Tidjane Thiam moved to Côte d'Ivoire to serve as Managing Director of BNETD (National Bureau of Technical and Development Studies) and as the country's representative to the IMF and the World Bank. He has contributed to some of the largest privatization and infrastructure projects in emerging countries.

In 1997, he was one of the Davos World Economic Forum's "100 Young Global Leaders of Tomorrow," and in 1999 he was elected member of the Forum's "Dream Cabinet." He then held various managerial positions at Aviva from 2002 to 2007, including Managing Director Europe. He was CFO of Prudential plc from 2007 to 2009, then CEO from 2009 to 2015: the market capitalization of the insurance group tripled from 2009 to 2015 and exceeded USD 60 billion. From 2012 to 2014, he was Chair of the Board of Directors of the Association of British Insurers. Tidjane Thiam then was Chief Executive Officer of Credit Suisse from 2015 to 2020, where he implemented a three-year restructuring program, recognized by Euromoney, which named Tidjane Thiam "Banker of the Year" in 2018. In 2019, he helped Credit Suisse achieve its highest annual profits since 2010. In December 2023, Tidjane Thiam was elected leader of the Democratic Party of Côte d'Ivoire (PDCI) for a 5-year term. The PDCI was founded in 1946 by Félix Houphouët-Boigny and is the second-oldest party in Africa. In 2010, Tidjane Thiam was named to the "Time 100" list. In 2011, he received the insignia of *Chevalier de la Légion d'honneur*. Tidjane Thiam holds the *Grand-Croix de l'Ordre du Béliet*.

Other offices and positions held within the Groupe

None

Main offices and positions held outside the Groupe

- Leader of the Democratic Party of Côte d'Ivoire (Côte d'Ivoire)
- Chair of the Board of Directors: Rwanda Finance (Rwanda)
- Director: SunPower (formerly Complete Solaria), listed company (United States)

- Member: Council on State Fragility (United Kingdom), International Olympic Committee (IOC) (Switzerland), Group of Thirty (G30) (United States)

- Member and Guardian: Council for Inclusive Capitalism (United States) (term ended in 2022)
- Director: Kering, listed company (France) (term ended in 2024)

Offices held outside the Groupe in the last five years

Offices listed above as well as the following offices:

- Executive Chair: Freedom Acquisition Corporation I, listed company (United States) (term ended in 2023)

Key expertises*

General: • International experience • Finance/Audit • Governance • Ethics/Compliance • Geopolitics
CSR: • Societal commitment

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.



PIERRE PÉNICAUD

Director representing employees
Member of the Strategic, Environmental and Social Committee

Born on December 28, 1963,
of French nationality

First appointment:
June 20, 2017

Expiry of term of office:
May 12, 2028

Number of shares held:
0

Publicis Conseil
133, avenue des Champs-Élysées
75008 Paris
France

BIOGRAPHY

Pierre Pénicaud obtained a diploma in applied arts from École Estienne and joined Publicis Conseil in 1989 as an assistant in the Art Department. He became Artistic Director in 1994 and started the L'Esprit Bière saga for Heineken, which he would go on to develop over 13 years. He has worked on campaigns for Dim, Perrier, Renault, PMU, Nescafé and more recently for Orange, BNP, Sanofi, Engie and the SEB group. In 2011, he was elected full member of the Works Council and appointed Secretary of the Health, Safety and Working Conditions Committee (CHSCT). He is currently Deputy Secretary of the Social and Economic Committee (CSE) and Secretary of the Health, Safety and Working Conditions Commission (CSSCT).

Other offices and positions held within the Groupe

- Senior Artistic Director: Publicis Conseil SA (France)

Main offices and positions held outside the Groupe

None

Offices held outside the Groupe in the last five years

None



PATRICIA VELAY-BORRINI

Director representing employees

Member of the Compensation Committee

Born on November 16, 1968,
of French nationality

First appointment:

October 16, 2020

Expiry of term of office:

May 12, 2028

Number of shares held:

50

Publicis Media France

145-151 rue de Courcelles
75017 Paris
France

BIOGRAPHY

Patricia Velay-Borrini joined Saatchi & Saatchi in 1988 as assistant to the Director of Development and then to the Chair of the agency. In 1993, she became assistant to the Chair at Zenith Media, a Saatchi & Saatchi media agency. In 2002, following the merger of Zenith Media and Optimedia, Publicis' media agency, to create ZenithOptimedia, she became assistant to the Chair and obtained her first term on the Works Council. She is currently assistant to Gautier Picquet, Chair of Publicis Media France and COO of Publicis Groupe France. She is also a member of the Social and Economic Committee and harassment officer for Publicis Media France.

Other offices and positions held within the Groupe

- Executive Assistant to the Chair of Publicis Media France and COO of Publicis Groupe France

Main offices and positions held outside the Groupe

None

Offices held outside the Groupe in the last five years

None

ATTENDANCE OF DIRECTORS AS OF DECEMBER 31, 2025

The table below shows the attendance, in 2025, of members at meetings of the Board of Directors and of all the Committees. Attendance at executive sessions is not included in the calculation of attendance.

	Board of Directors		Audit and Financial Risks Committee		Nominating Committee		Compensation Committee		Strategic, Environmental and Social Committee	
	Attendance/ number of sessions	Attendance rate	Attendance/ number of sessions	Attendance rate	Attendance/ number of sessions	Attendance rate	Attendance/ number of sessions	Attendance rate	Attendance/ number of sessions	Attendance rate
Arthur Sadoun <i>Chairman and Chief Executive Officer</i>	8/8	100%								
Élisabeth Badinter <i>Vice-Chair of the Board</i>	8/8	100%			3/3	100%				
Simon Badinter	8/8	100%							2/3	67%
Jean Charest ^{(1) (2)}	8/8	100%	5/5	100%	2/2	100%			2/2	100%
Sophie Dulac	8/8	100%							3/3	100%
Thomas H. Glocer ^{(3) (4)}	7/8	88%	5/5	100%	1/1	100%	5/5	100%	1/1	100%
Marie-Josée Kravis	8/8	100%			3/3	100%			3/3	100%
André Kudelski	8/8	100%	5/5	100%	3/3	100%	5/5	100%		
Suzan LeVine ^{(1) (2)}	8/8	100%	5/5	100%	2/2	100%			2/2	100%
Antonella Mei-Pochtler ^{(3) (4)}	8/8	100%			1/1	100%	5/5	100%	1/1	100%
Tidjane Thiam	7/8	88%	5/5	100%					1/3	33% ⁽⁵⁾
Pierre Pénicaud <i>Member representing employees</i>	8/8	100%							3/3	100%
Patricia Velay-Borrini <i>Member representing employees</i>	7/8	88%					5/5	100%		
Overall attendance rate		97%		100%		100%		100%		86%

(1) Departing member of the Nominating Committee during the financial year.

(2) Member joining the Strategic, Environmental and Social Committee during the financial year.

(3) Member joining the Nominating Committee during the financial year.

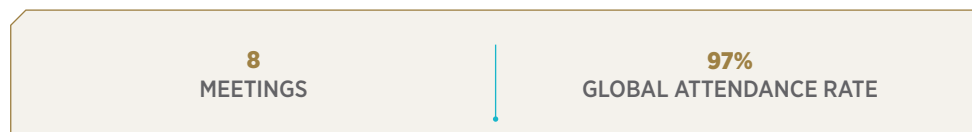
(4) Departing member of the Strategic, Environmental and Social Committee during the financial year.

(5) Due to exceptional personal commitments outside the Group during the year, Tidjane Thiam's attendance rate was temporarily lower than in the previous year.

Independent members

1.2 BOARD OF DIRECTORS AND COMMITTEES' ACTIVITIES

SUMMARY OF THE BOARD OF DIRECTORS' ACTIVITIES IN 2025



The Board of Directors was regularly informed of the Group's activity results and outlook. It approved the terms for the implementation of a share buyback program and the renewal of a Euro Medium Term Note (EMTN) program in an amount of 1.5 billion euros.

As every year, the Board devoted an agenda item to the conclusions to be drawn from the previous General Shareholders' Meeting, including the consideration of shareholders' questions and comments. It was also informed of the work carried out in relation to succession planning.

The Lead Director reported regularly to the Board on his activities, including with regard to the process and outcome of the Board's assessment for fiscal year 2024.

The Board also monitored the main M&A transactions carried out during the year.

LEAD DIRECTOR'S ACTIVITY REPORT 2025

Main work completed in 2025	
Relations with Executive Management	The Lead Director regularly discussed the organization of governance with Executive Management. He organized and led a meeting with the heads of the various corporate functions to discuss the current key topics.
Preparation of Board meetings	The Lead Director was consulted in advance on the agendas of each Board of Directors' meeting. He attended all meetings of the Board and the Committees of which he is a member.
Assessment of the Board and Committees	He supervised the assessment process of the Board and its Committees for financial year 2025. In this context, he reviewed the draft questionnaire to be submitted to the Directors. He conducted individual interviews with Directors who so wished. He reported on these items to the Board of Directors.
Prevention of conflicts of interests	In 2025, the Lead Director did not have to deal with any conflicts of interests within the Board of Directors.
Executive sessions	He organized and led two meetings between Independent Directors. The main conclusions of these meeting were brought to the attention of the Board of Directors at its meeting of November 26, 2025.
Governance	The Lead Director was involved in the thinking and development of the succession plan for the Chairman and Chief Executive Officer and key executives. He actively contributes to this work in his role on the Nominating Committee. This involvement is also strengthened by exchanges held outside formal governance bodies, particularly during executive sessions.
Discussions with shareholders	He was informed of the conclusions of the meetings organized with certain institutional investors and contributed to the shareholder dialogue on governance-related topics.

The Board approved the compensation of Directors and of the Chairman and Chief Executive Officer for fiscal year 2024, as well as the compensation policy applicable to them for 2025.

With regard to CSR matters, the Board monitored all work relating to sustainability reporting, including the tender process for the appointment of a new sustainability auditor. It was also informed of progress towards the Group's climate transition and renewable energy targets.

As every year, the Board reviewed the Group's anti-corruption program and the related action plans for 2025-2026.

The Board dedicated its strategic seminar to artificial intelligence (AI), which gave rise to an in-depth discussion of the Group's direction in this area. It was kept regularly informed and consulted throughout the fiscal year on the progress of the Group's AI strategy.

SUMMARY OF COMMITTEES ACTIVITIES IN 2025

As of December 31, 2025, the Board of Directors includes four specialized Committees.

AUDIT AND FINANCIAL RISKS COMMITTEE



The Audit and Financial Risks Committee monitored the Group’s financial statements and financial position, by reviewing the annual and semi-annual financial statements, accounting policies, cash flow, current agreements, and tax policies.

It reviewed the work performed by internal audit and oversaw the implementation of action plans. It took note of the Statutory Auditors’ work and exchanged with them on the financial statements. In collaboration with the Strategic, Environmental and Social Committee, the Audit Committee updated the Group’s major risk map and reviewed the cybersecurity framework. It also examined the Group’s insurance policy.

Finally, the Committee supervised work related to non-financial sustainability reporting, including the update of the double materiality matrix, the mapping of climate risks, the climate transition plan, and the sustainability audit work.

NOMINATING COMMITTEE



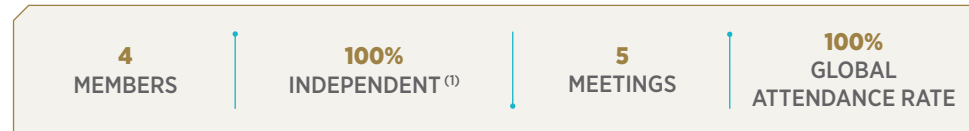
The Nominating Committee continued its work on the composition of the Board of Directors and its Committees, issuing recommendations concerning the chairmanship of the Audit and Financial Risks Committee, as well as the reappointment and appointment of Directors. It also reviewed the composition of the Board with a view to further strengthening it.

It reviewed the independence of the Directors.

The Committee worked on succession plans for the Group’s key executives and the Chairman and Chief Executive Officer, considering expectations expressed by stakeholders and investors.

(1) Excluding Directors representing employees

COMPENSATION COMMITTEE

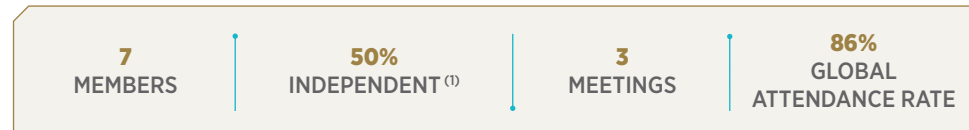


The Compensation Committee reviewed and evaluated the Chairman and Chief Executive Officer’s (CEO) compensation for the fiscal year 2024. It also established the CEO’s compensation policy for 2025. Additionally, the Committee approved the Director’s compensation for 2024, as well as their compensation policy for 2025.

The Committee monitored employee compensation schemes, including bonuses, pay equity issues, and the compensation ratio. It was informed of the recruitment of key executives and proposed compensation packages.

Finally, it oversaw the Group’s share-based incentive plans, validating performance results and allocation conditions.

STRATEGIC, ENVIRONMENTAL AND SOCIAL COMMITTEE



The Strategic, Environmental and Social Committee reviewed the Group’s strategic and development options. This included monitoring the work to update the major risk map and reviewing the Group’s security framework, in collaboration with the Audit and Financial Risks Committee. It examined the Group’s resilience to extreme scenarios.

The Committee was also informed of the Group’s mergers and acquisition policy, as well as its implementation.

It oversaw CSR matters and sustainability issues, including climate risks, duty of care, double materiality, regulatory developments regarding sustainability, and the implementation of internal “No Impact for Big Impact” program.

Finally, the Committee reviewed the risk mapping for non-compliance and ethical business breaches.

1.3 FUTURE CHANGES IN THE COMPOSITION OF THE BOARD OF DIRECTORS

The terms of office as Directors of **Mr. Simon Badinter** and Mr. Tidjane Thiam will expire at the end of the next General Shareholders' Meeting on May 27, 2026.

The Board of Directors has acknowledged Mr. Simon Badinter's wish not to seek renewal of his term of office, **which will expire at the end of the General Shareholders' Meeting 2026.**

The shareholders will therefore be asked to vote on:

THE RENEWAL OF MR. TIDJANE THIAM'S TERM OF OFFICE AS DIRECTOR

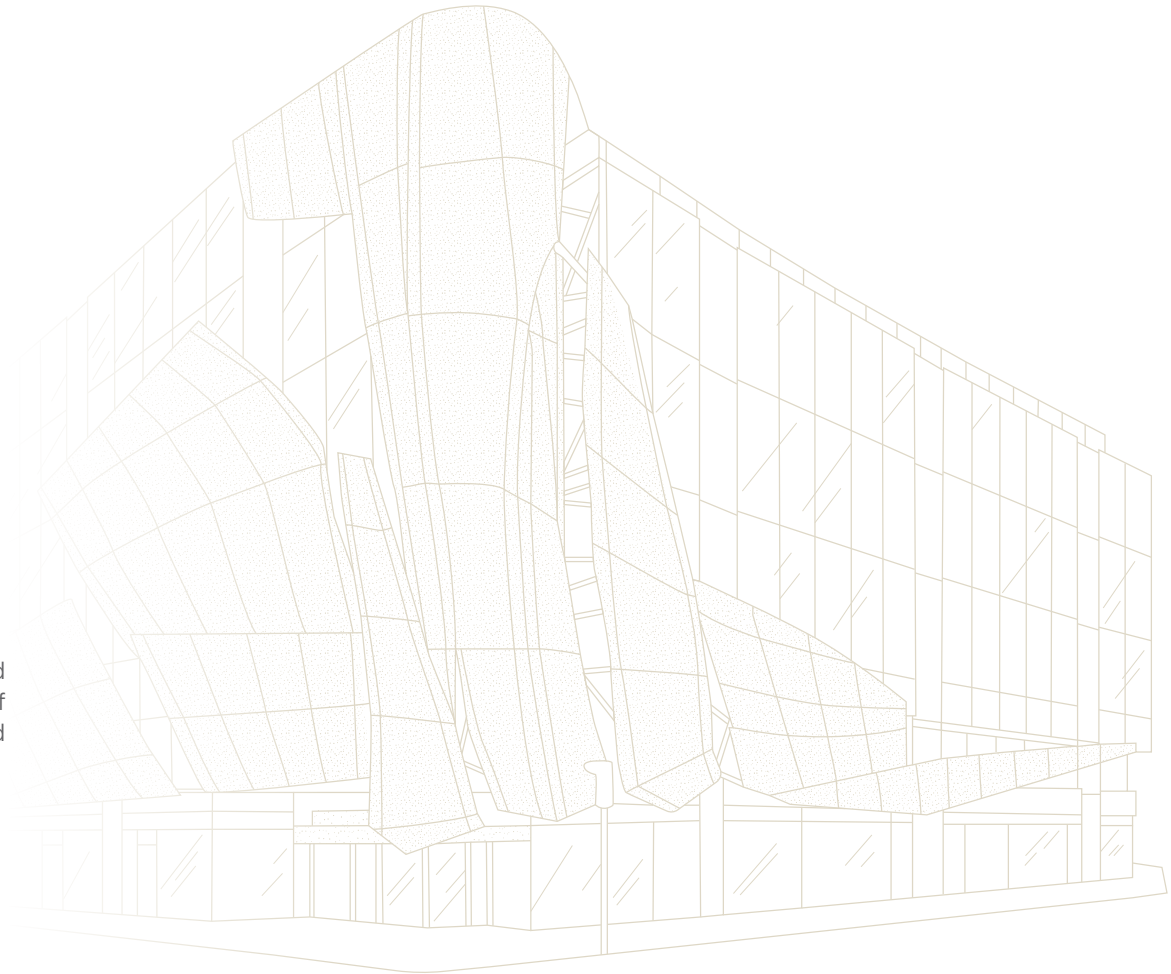


TIDJANE THIAM

Term of office:
4 years

Expiry:
Annual Ordinary General Shareholders'
Meeting in 2030

The biography and information relating to Mr. Tidjane Thiam are provided on page 34 of this document. The reasons for proposing the renewal of his term of office are set out in the purpose of the resolutions submitted to the General Shareholders' Meeting on page 58 of this document.



THE APPOINTMENT OF MR. BENJAMIN BADINTER AS DIRECTOR



BENJAMIN BADINTER

Director

Born on June 30, 1970,
of French nationality

Term of office:
4 years

Proposed term of office:
2030 Annual Ordinary General
Shareholders' Meeting

Number of shares held:
400

Mediavision et Jean Mineur
2/10 rue Marceau
92130 Issy-les-Moulineaux
France

The reasons for proposing his appointment are set out in the purpose of the resolutions submitted to the General Shareholders' Meeting on page 59 of this document.

BIOGRAPHY

Benjamin Badinter, son of Élisabeth Badinter, holds a master's degree in management sciences from Paris 1 Panthéon Sorbonne University.

He spent the majority of his professional career within the media and advertising sales agencies of Publicis Groupe, which he joined in 1995. Over the years, he has developed recognized expertise in the media and communications sector, notably in the field of cinema advertising. In 2002, he was appointed Chief Executive Officer of Mediavision et Jean Mineur, an agency specialized in cinema advertising. In February 2011, he was appointed Chairman of the Management Board of Médias et Régies Europe, a Publicis Groupe subsidiary specializing in advertising sales and media space marketing across outdoor advertising, press, radio and cinema. In parallel, in 2016, Benjamin Badinter acquired the publishing company of Tennis Magazine and founded Tennis Team Agency, a communications agency dedicated to tennis, providing integrated 360° print, event and digital services.

Since 2019, he has served as Chairman, as representative of Mediavision et Jean Mineur, of Busterwood, an agency specialized in social media communication and licensing agreements between major US film studios and commercial brands in the cinema sector. He is also Chairman of the Board of Directors of Métrobus SA, a subsidiary specializing in the marketing of urban advertising formats.

Other offices and positions held within the Groupe

- Chairman and CEO: Mediavision et Jean Mineur SA (France)
- Chair of the Board of Directors: Metrobus SA (France)
- Representative of Mediavision et Jean Mineur, Director: Jean Mineur Mediavision (Netherlands)
- Representative of Multi Market Service France Holdings, Director: Somupi (France)

Main offices and positions held outside the Groupe

- Chair: Alvaba Medias SAS (France) ; B.D.C SAS (France)
- Representative of Mediavision et Jean Mineur, Chair: Talent Group SAS (France), Busterwood SAS (France), Busterwood Studio SAS (France), Mediavision Live (France), Cinemap (France)
- CEO: Eliben SAS (France), Alba SAS (France), Vaba SAS (France)
- Representative of Alvaba Medias, Chair: Tennis Team Agency SAS (France)
- Representative of Busterwood Studio, Chair: Flamingo Filter SAS (France)

Offices held outside the Groupe in the last five years

Offices listed above

Key expertises*

General: • Human Resources • Governance
Segment: • Communication / Advertising / Media

* The skills for which the Directors are identified as experts are presented. All the skills are listed in the Directors' skills matrix detailed on page 23 of this notice.

1.4 GOVERNING BODIES AS OF DECEMBER 31, 2025

EXECUTIVE COMMITTEE

The Executive Committee, which reports to the Chairman and Chief Executive Officer, Mr. Arthur Sadoun and is composed of experienced operational leaders.

Its primary mission is to support the Chairman and Chief Executive Officer in establishing the Group's strategic objectives based on the guidelines set by the Board of Directors, and to ensure their implementation within the framework of the "Power of One".

As of December 31, 2025, the Executive Committee was composed of five members with a proportion of 40% women (2 women out of 5 members).

Members of the Executive Committee	Gender	Position
Arthur Sadoun	M	Chairman and Chief Executive Officer
Agathe Bousquet	F	President Publicis Groupe France
Dave Penski	M	Chief Executive Officer Connected Media
Carla Serrano	F	Chief Strategy Officer Publicis Groupe
Nigel Vaz	M	Chief Executive Officer Publicis Sapient

M: male - F: female

MANAGEMENT COMMITTEE

The Management Committee includes the members of the Executive Committee and other key executives of the Group: firstly, those responsible for the Company's major cross-functional roles, and the other managers of the main operational or regional divisions.

The Management Committee oversees the management of the Group and the execution of its strategy.

As of December 31, 2025, the Management Committee had nineteen members, including the five members of the Executive Committee, with 47.4% women (9 women out of 14 members).

Members of the Management Committee	Gender	Position
Emmanuel André	M	Chief Talent Officer Publicis Groupe
Amy Armstrong	F	Chief Revenue Officer Publicis Groupe
Gerry Boyle	M	Global Chief Media Officer Publicis Groupe, Chief Executive Officer Western Europe Publicis Groupe
Andrew Bruce	M	Chief Executive Officer Publicis Groupe Canada
Magnus Djava	M	Global Chief Client Officer Publicis Groupe
Stéphane Estryn	M	Mergers & Acquisitions Director Publicis Groupe
John Giuliani	M	Executive Chairman Epsilon
Amy Hadfield	F	Director of Global Communications Publicis Groupe
Anne-Gabrielle Heilbronner	F	Secretary General Publicis Groupe
Demet Ikiler	F	Chief Executive Officer EMEA Publicis Groupe EMEA
Nanette Lafond Dufour	F	Chief Impact Officer
Jane Lin-Baden	F	Chief Executive Officer APAC
Loris Nold	M	Chief Financial Officer Publicis Groupe
Talia Raviv	F	Chief Executive Officer of PMX Global Media Operation

M: male - F: female

2. CSR POLICY OF THE GROUP IN 2025

Publicis Groupe remains No. 1 among ESG rating agencies for the 6th consecutive year: Publicis is included in the S&P Sustainability Yearbook 2026; it was named a 2026 ESG Industry Leader by Sustainalytics; and it is the leading French group in the 2026 Equileap Global Top 100 ranking for workplace gender equality.

CSR—and its social and environmental components—is a cross-cutting topic embedded in the Group’s strategy; it is regularly discussed with the Group’s employees during regional roundtables chaired by the Chairman and Chief Executive Officer (CEO), together with members of the Executive Committee (Comex), the Management Committee, and local leaders.

E – ENVIRONMENT & THE FIGHT AGAINST CLIMATE CHANGE

The Group’s climate targets, validated by the SBTi (Science Based Targets initiative), set out a pathway to reduce carbon emissions by 50% by 2030 (Near-Term Target – Scopes 1, 2 and 3) and by 90% by 2040 (Long-Term Target – Scopes 1, 2 and 3). This pathway, aligned with the Paris Agreement and the 1.5°C scenario, is not linear given the Group’s strong business growth. In 2025, the Group’s carbon emissions show an 11% reduction compared with 2019, and carbon intensity *per capita* improves with a 33% reduction compared with 2019.

With regard to directly sourced renewable energy, the Group is progressing toward its 100% target by 2030, having reached 79.7% of its energy supply in 2025.

S – IMPACT AND SOCIAL EQUITY

The Group’s 2025 equity objective has been achieved, with 46.5% women within the main Executive Committees. Efforts have also intensified in training, with the widespread rollout of Generative Artificial Intelligence (AI) (*GenAI*): nearly 3,000 modules are available to employees on the internal platform, Marcel.ai. In 2025, 94% of the Group’s 114,000 employees received training on a wide range of topics, including AI. In terms of flexibility, more than 3,700 employees benefited from the internal #WorkYourWorld program, which allows employees to work for six weeks in a country or city of their choice,

The international advocacy initiative #WorkingWithCancer, launched by the Chairman and CEO in 2023 to help break the taboo around cancer in the workplace, has been endorsed by 5,000 companies, representing 40 million employees worldwide. Scientific studies have shown that work—when it is the patient’s choice—can help improve the care pathway.

For its 20th anniversary, the Women’s Forum *Global Meeting* took place in November 2025 in Paris over two days, centered on the theme “Courage.” It brought together more than 1,000 people in person, and several initiatives were presented to provide practical support to women who are victims of domestic violence.

G – GOVERNANCE, BUSINESS ETHICS, AND RESPONSIBLE MARKETING

Ethical standards are part of the Group’s values and core business. The goal is to train all employees in order to maintain our high professional standards across many areas. 95% of employees have been trained on the Janus Code of Conduct and Ethics and its various components. Two new modules have been added to the annual mandatory training: “Generative AI Ethics and Responsible Use” on responsible AI, and “Powering Sustainability,” combining responsible marketing and sustainability.

The NIBI program (*No Impact for Big Impact*), which combines responsible marketing and sustainability, has been rolled out to around fifteen countries. It is a comprehensive internal ecosystem featuring online training, workshops, sessions with experts, talks, and documentaries. Among its tools, the Group has made two new AI solutions available to employees: “*Anti-greenwashing AI*,” a self-assessment tool for communications to help combat greenwashing, and “*Positive Representations AI*,” designed to help evolve social representations.

The proprietary tool for assessing the impacts of client campaigns and projects, A.L.I.C.E (*Advertising Limiting Impacts & Carbon Emissions*), has been enhanced to align with the new framework for measuring the carbon footprint of media (GMSF) defined within Ad Net Zero, which brings together industry stakeholders. In 2025, A.L.I.C.E was used to assess more than 1,600 campaigns across 55 countries.

3. COMPENSATION OF CORPORATE OFFICERS

As every year, the shareholders convened at the General Shareholders' Meeting will have to vote on resolutions concerning the compensation of Corporate Officers.

SEVERAL VOTES ARE REQUESTED

I. COMPENSATION POLICY FOR CORPORATE OFFICERS IN RESPECT OF THE 2026 FINANCIAL YEAR (“EX ANTE” VOTE)

Pursuant to Article L.22-10-8 of the French Commercial Code, you are asked to approve the compensation policy applicable in 2026 to Corporate Officers (“*ex ante*” vote).

To this end, two resolutions are presented for the approval of the compensation policy applicable, respectively, to Directors (tenth resolution) and to the Chairman and Chief Executive Officer (ninth resolution).

The 2026 compensation policy for Corporate Officers is presented in detail in the 2025 Universal Registration Document, chapter 3 (sections 3.2.2.1 and 3.2.3.1), to which reference is made.

2026 COMPENSATION POLICY APPLICABLE TO DIRECTORS

	Director	Committee member	Committee Chair (additional compensation for the chaired committee)	Lead Director
Annual fixed compensation	€10,000	-	+€7,500	+€30,000
Compensation paid per meeting	€6,000	€6,000	+€1,500	

Under this compensation policy, each Director would receive annual fixed compensation of euro 10,000 and euro 6,000 for each Board meeting attended. The Lead Director would also receive a complementary fixed compensation of euro 30,000. A Director who also participates in a Committee would receive euro 6,000 for each Committee meeting attended. A director that is also Chair of a Committee would receive fixed compensation of euro 10,000, increased by euro 7,500 for chairing a Committee, and compensation per meeting of euro 6,000 increased by euro 1,500 for attendance at the Committee meeting he or she chairs and euro 6,000 per Board meeting or any other Committee meeting he or she attends.

The annual budget for Directors, amounting to euro 1.7 million, as well as the structure of Directors' compensation remain unchanged.

The fixed compensation of Directors who are not already in office on January 1, 2026 will be calculated on a *pro rata temporis* basis, where applicable, depending on the start or end date of their term of office.

Executive sessions and written consultations are not compensated, nor is participation as a guest in a Committee of which the Director is not a member.

2026 COMPENSATION POLICY APPLICABLE TO M. ARTHUR SADOUN, CHAIRMAN AND CHIEF EXECUTIVE OFFICER

On the recommendation of the Compensation Committee, the Board of Directors proposes to increase the Chairman and Chief Executive Officer's annual fixed compensation, unchanged since 2022, by 20%, to €1,404,000 from January 1, 2026. The compensation structure and the performance criteria applicable to variable compensation remain unchanged. The performance criteria are all quantifiable, measurable, set in advance and validated by the Board of Directors on the basis of a clear and predetermined scale.

The proposal to increase the annual fixed compensation is based on an in-depth analysis of market practices, both within a panel of comparable CAC 40^(*) companies and amongst the Groupe's leading international competitors.

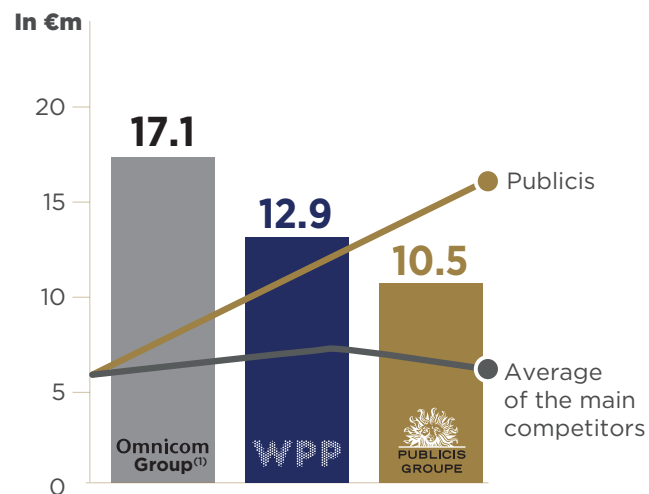
With respect to the French market, the comparative analysis carried out by the Committee shows that the Chairman and Chief Executive Officer's fixed compensation remains below the standards observed. The proposed adjustment would maintain a compensation structure that is predominantly variable, with fixed compensation representing less than 17% of total target compensation, and would reposition the Chairman and Chief Executive Officer's fixed compensation between the median and the third quartile of the peer group.

(*) The companies selected for the reference group are: Air liquide, Bouygues, Caggemini, Carrefour, Danone, Dassault Systèmes, Engie, EssilorLuxottica, Hermès, Kering, Legrand, L'Oréal, LVMH, Michelin, Orange, Pernod Ricard, Renault, Safran, Saint Gobain, Sanofi, Schneider Electric, TotalEnergies, Veolia et Vinci. This panel of companies was established by excluding financial services, groups based abroad, small groups, companies where the compensation policy is influenced by public authorities, and companies with specific governance.

Compared with its main historical international competitors, notably WPP and Omnicom (now including IPG), it appears that the Chairman and Chief Executive Officer of Publicis Groupe receives the lowest compensation, despite the Groupe's sustained financial and strategic outperformance.

The maximum compensation levels observed amongst these peers are significantly higher, with annual compensation reaching several tens of millions of dollars (for U.S.-based executives, more than double that of the Chairman and Chief Executive Officer of Publicis Groupe), even though their performance is lower. These levels may also be substantially increased through exceptional arrangements, such as awards of nearly \$50 million in the event of a change of control, or cumulative compensation over several years amounting to approximately \$70 million upon renewal of a mandate.

PROPOSED CEO COMPENSATION FOR 2026 VS. ORGANIC GROWTH 2022-2025
(base 100 in 2022)



(1) The compensation amount presented (€17.1 million) corresponds to an annualized valuation of the stock options granted over a 43-month period for a total amount of €61.29 million.

The Groupe's organic growth has consistently been well above the industry average, with 19% net revenue growth between 2022 and 2025, combined with an operating margin exceeding 18%, the highest in the industry, free cash flow exceeding €2 billion, and a seventh consecutive year of outperformance expected in 2026. This performance is supported by record New Business wins, making Publicis the global leader in advertising budget gains for the past five years.

In the Committee's view, the proposed increase is moderate in light of the persistent gaps with international peer executives, whilst Publicis continues to sustainably outperform the sector, and whilst maintaining compensation that is predominantly variable and aligned with long-term value creation.

Annual fixed compensation	€1,404,000	
Annual variable compensation	Target: 200% of the annual fixed compensation	Max: 300% of the annual fixed compensation
Long-term variable compensation	Target: 300% of the annual fixed compensation	Max: 350% of the annual fixed compensation

To which is added the compensation as Director.

II. 2025 REPORT ON CORPORATE OFFICERS' COMPENSATION

In accordance with the provisions of Article L.20-10-34 I of the French Commercial Code, by the seventh resolution, you are asked to approve the information mentioned in Article L. 22-10-9 I of the French Commercial Code which relates to the item of compensation paid or allocated to Corporate Officers, with respect to fiscal year 2025.

This information is included in the 2025 Universal Registration Document, chapter 3 (sections 3.2.2.2, 3.2.3.2 and 3.2.5.3), to which reference is made.

III. 2025 CORPORATE OFFICERS' COMPENSATION ("EX POST" VOTE)

In accordance with the provisions of Article L.22-10-34 II of the French Commercial Code, you are asked to express your agreement on the compensation paid during or allocated in respect of the 2025 fiscal year ("ex post" vote) to Mr. Arthur Sadoun, Chairman and Chief Executive Officer (eighth resolution).

These compensation items were paid or allocated to the Chairman and Chief Executive Officer, in accordance with the compensation policy approved, for each of them, by the General Shareholders' Meeting of May 27, 2025.

The performance criteria are all quantifiable, measurable, set in advance and validated by the Board on the basis of a clear and predetermined scale and calculations in conformity with the resolutions adopted.

The Compensation Committee assessed the performance in greatest detail, for each objective and each criterion.

The Board of Directors would like to underline the excellent quality of work realized by M. Arthur Sadoun and the results achieved in 2025 which led to an exceptional overperformance of Publicis compared to its competitors and to over-performance objectives largely achieved. This is why the Board of Directors, on the recommendation of the Compensation Committee, proposes to pay the maximum amount of the annual variable compensation, i.e., 150 % of the target annual variable compensation.

The compensation elements relating to the year 2025 for Mr. Arthur Sadoun are presented in the 2025 Universal Registration Document, chapter 3 (section 3.2.3.2), to which reference is made.

4. TABLE OF DELEGATIONS OF AUTHORITY AND AUTHORIZATIONS GRANTED TO THE BOARD OF DIRECTORS REGARDING FINANCIAL MATTERS

Type of delegation or authorization	Date of the meeting	Term of delegation/expiry	Amount authorized	Used in 2025
SHARE BUYBACKS				
Authorization to trade in the Company's shares*	May 27, 2025 (17 th resolution)	18 months/ November 27, 2026**	No more than 10% of the share capital Maximum total amount: €2,154,430,476.50 Maximum unit purchase price: €130	See details in the 2025 Universal Registration Document, Chapter 8, Section 8.3.3.
CANCELLATION OF SHARES				
Authorization to reduce share capital through the cancellation of treasury shares	May 27, 2025 (18 th resolution)	26 months/ July 27, 2027	No more than 10% of capital per 24-month period	None
EQUITY ISSUES				
Delegation to increase the share capital by issuing shares or securities giving access to the capital, with preferential subscription rights*	May 29, 2024 (16 th resolution)	26 months/ July 29, 2026**	Maximum nominal amount: €30,000,000 ⁽¹⁾ Maximum nominal amount of debt securities: €1,200,000,000 ⁽²⁾	None
Delegation to increase share capital by issuing shares or equity securities giving access to the capital, without preferential subscription rights, through public offerings other than those made pursuant to article L. 411-2 of the French Monetary and Financial Code*	May 29, 2024 (17 th resolution)	26 months/ July 29, 2026**	Maximum nominal amount: €9,000,000 ⁽¹⁾⁽³⁾ Maximum nominal amount of debt securities: €1,200,000,000 ^{(2)w}	None
Delegation to increase share capital by issuing shares or equity securities giving access to the capital, without preferential subscription rights, through public offerings made pursuant to paragraph I of article L. 411-2 1° of the French Monetary and Financial Code*	May 29, 2024 (18 th resolution)	26 months/ July 29, 2026**	Maximum nominal amount: €9,000,000 ⁽¹⁾⁽³⁾ Maximum nominal amount of debt securities: €1,200,000,000 ⁽²⁾	None
Delegation to increase the number of securities to be issued in the event of a capital increase decided pursuant to the 16 th to 18 th resolutions of the General Shareholders' Meeting of May 29, 2024*	May 29, 2024 (19 th resolution)	26 months/ July 29, 2026**	No more than 15% ⁽¹⁾⁽³⁾ of the initial issue and at the same price as this issue	None

Type of delegation or authorization	Date of the meeting	Term of delegation/expiry	Amount authorized	Used in 2025
EQUITY ISSUES				
Authorization to set the issue price of equity securities as part of capital increases issued without preferential subscription rights, pursuant to the 17 th and 18 th resolutions of the General Shareholders' Meeting of May 29, 2024*	May 29, 2024 (20 th resolution)	26 months/ July 29, 2026***	No more than 10% of the share capital per year ⁽¹⁾⁽³⁾	None
Delegation to increase the share capital by incorporating reserves, earnings, premiums or other sums*	May 29, 2024 (21 st resolution)	26 months/ July 29, 2026**	Maximum nominal amount: €30,000,000 ⁽¹⁾	None
Delegation to issue shares or securities, without preferential subscription rights, in the event of a public offering initiated by the Company*	May 29, 2024 (22 nd resolution)	26 months/ July 29, 2026**	Maximum nominal amount: €9,000,000 ⁽¹⁾⁽³⁾ Maximum nominal amount of debt securities: €1,200,000,000 ⁽²⁾	None
Delegation to issue shares or other securities, without preferential subscription rights, in consideration for contributions in kind granted to the Company, except in the case of a public exchange offer*	May 29, 2024 (23 rd resolution)	26 months/ July 29, 2026**	Maximum nominal amount: €9,000,000 ⁽¹⁾⁽³⁾ Maximum nominal amount of debt securities: €1,200,000,000 ⁽²⁾	None
ISSUES RESERVED FOR COMPANY OR GROUPE EMPLOYEES AND MANAGERS				
Authorization to grant existing or to be issued free shares to employees and/or corporate officers of the Company or Groupe companies	May 29, 2024 (24 th resolution)	38 months/ July 29, 2027	No more than 3% of the share capital (including 0.3% of the share capital for executive corporate officers)	Grant of 782,767 existing shares
Authorization to grant stock options to employees and/or corporate officers of the Company and the Group companies	May 27, 2025 (19 th resolution)	38 months/ July 27, 2028	No more than 3% of the share capital (including 0.3% of the share capital for executive corporate officers)	None
Delegation to increase capital for the benefit of subscribers to a Company savings plan	May 27, 2025 (20 th resolution)	26 months/ July 27, 2027**	Maximum nominal amount: €2,800,000 ⁽¹⁾⁽⁵⁾	None
Delegation to increase the share capital for the benefit of certain categories of beneficiaries located outside France in order to establish a shareholder or savings plan for them	May 27, 2025 (21 st resolution)	18 months/ November 27, 2026**	Maximum nominal amount: €2,800,000 ⁽¹⁾⁽⁵⁾	None

(1) This amount counts toward the €30,000,000 overall ceiling for all capital increases set forth by the General Shareholders' Meeting of May 29, 2024 in its 16th resolution.

(2) This amount counts toward the €1,200,000,000 overall ceiling for all debt security issues set by the General Shareholders' Meeting of May 29, 2024 in its 16th resolution.

(3) This amount counts towards the €9,000,000 overall ceiling for capital increases without preferential subscription rights set forth by the General Shareholders' Meeting of May 29, 2024 in its 17th resolution.

(4) These ceilings count towards the 3% and the 0.3% ceilings set forth by the General Shareholders' Meeting of May 29, 2024 in its 24th resolution.

(5) This ceiling applies to all possible capital increases under the 20th and 21st resolutions of the General Shareholders' Meeting of May 27, 2025.

* Unless there is prior authorization by the General Shareholders' Meeting, the Board of Directors cannot use this authorization or delegation from the time a third party has filed a public offer for Company shares up to the end of the offer period.

** This delegation or authorization is set to expire, for the unused portion and the remaining time period, upon adoption of a resolution pertaining to a new authorization or delegation with a similar purpose by the General Shareholders' Meeting of May 27, 2026.

*** This delegation has become obsolete due to the changes introduced by the (French) Attractiveness Law of June 13, 2024 and will expire at the end of the General Shareholders' Meeting of May 27, 2026.

5. TERMS AND CONDITIONS FOR PARTICIPATING IN THIS GENERAL SHAREHOLDERS' MEETING ON MAY 27, 2026

Find all documentation related to the 2026 General Shareholders' Meeting by scanning the QR code.



The Combined General Shareholders' Meeting will be held on Wednesday, May 27, 2026, at 10:00 a.m., Paris time, at PublicisCinemas, 133 Avenue des Champs-Élysées, Paris 8th.

SHAREHOLDERS' INFORMATION

Changes to the procedures for convening general meetings

Decree no 2026-94 of February 13, 2026, regarding the modernisation of procedures for communicating with shareholders, has amended certain rules applicable to the convening of general meetings.

From now on, in order to participate and vote at the Meeting, shares must be registered in an account no later than **midnight (Paris time) on the fifth business day preceding the General Shareholders' Meeting**, as opposed to two business days prior.

Registered shareholders who currently receive notice of the General Shareholders' Meeting by post each year will, **starting in 2027**, receive **their notices for General Shareholders' Meetings via email**. It is therefore essential that Uptevia have a valid email address for each shareholder. We therefore invite you to provide us with your email address now, using one of the methods described on page 83 of this notice of meeting.

Furthermore, the documents that were previously attached to the notice of meeting will no longer be sent by post, as they will be available on the Company's website: www.publicisgroupe.com.

GLOSSARY OF PARTICIPATION TERMS

- **Pure registered shareholder:** your shares are recorded in the Company's registers and managed by Uptevia.
- **Administered registered shareholder:** your shares are recorded in the Company's registers and managed by your bank.
- **Holder of bearer shares:** your shares are managed by your bank, without being registered in the Company's records.
- **E-convocation :** a notice of meeting sent electronically.
- **Business day:** day on which work is normally performed, excluding weekends and public holidays, unless the stock exchange is open, as will be the case on Whit Monday (May 25, 2026).
- **Proxy:** person designated to represent a shareholder at the General Shareholders' Meeting.
- **Uptevia:** service provider responsible, in particular, for managing the securities department and the General Shareholders' Meeting.
- **VOTACCESS:** online platform allowing you to vote or perform certain procedures for the General Shareholders' Meeting.

UPTEVIA

Mailing address:

UPTEVIA, General Meetings Department,
90-110 Esplanade du Général de Gaulle,
92931 Paris La Défense Cedex

Phone support:

For any practical questions or if you have trouble logging in, contact phone support Monday through Friday, 9:00 AM to 6:00 PM (no surcharge):

- N° from France: 0800 007 535
- N° from abroad: +33 1 49 37 82 36

(for registered shareholders only)

VOTACCESS

Opening:

Wednesday, May 6, 2026.

Closing:

Tuesday, May 26, 2026, at 3:00 p.m. Paris time.

Eligible shareholders:

- Registered shareholders
- Holder of bearer shares whose bank is connected to VOTACCESS

1. FORMALITIES FOR ATTENDING THE GENERAL SHAREHOLDERS' MEETING

The General Shareholders' Meeting is accessible to all shareholders, without distinction as to the number of shares held.

Shareholders' right to participate in the Meeting is subject to the registration of the shares in the shareholder's name or in the name of the intermediary acting on their behalf by the fifth business day preceding the Meeting, i.e., **no later than Wednesday, May 20, 2026, at midnight**, Paris time.

You are...	registered shareholder	This registration is made in the registered securities accounts held on behalf of the Company by Uptevia.
	holder of bearer shares	This registration is recorded in the bearer securities accounts held by your bank. It must be evidenced by a shareholding certificate issued by the said intermediary.

IMPACT OF THE SALE OF SHARES ON YOUR PARTICIPATION IN THE SHAREHOLDERS' MEETING

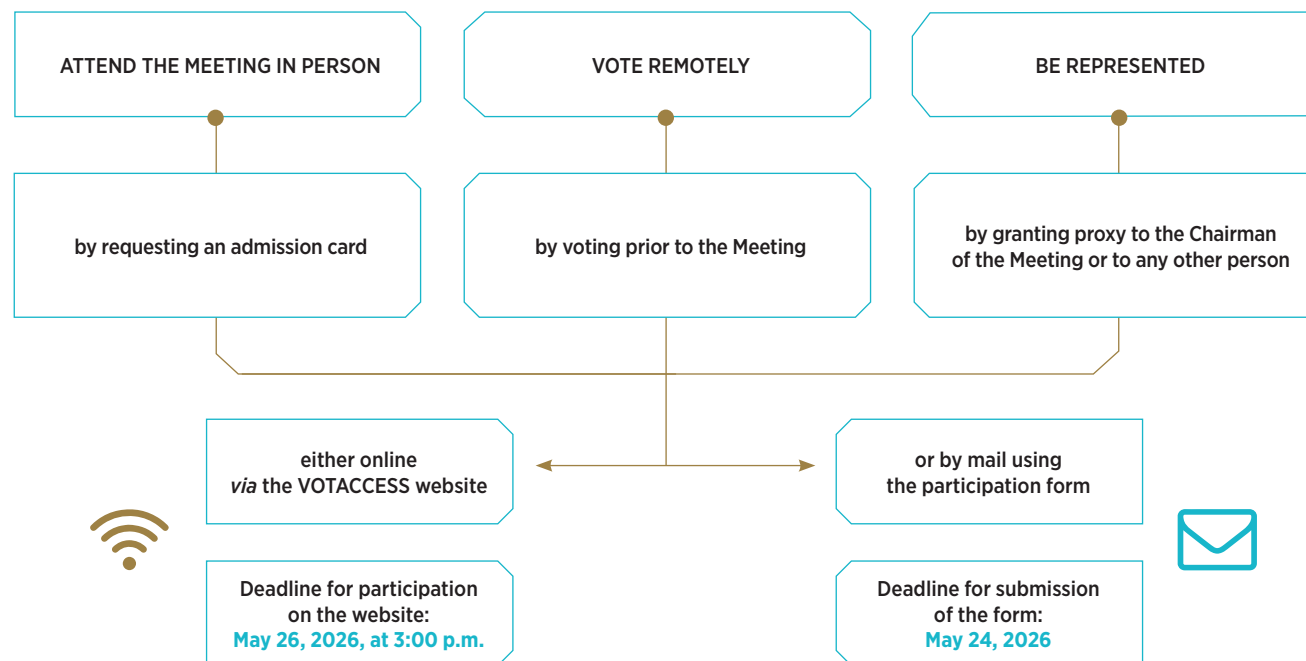
The sale of your shares may affect your participation in the General Shareholders' Meeting.

For shareholders who have sold shares **prior to Wednesday, May 20, 2026, at 12:00 a.m.**, Paris time, and who have previously submitted their voting instructions, such instructions will be invalidated or modified accordingly by Uptevia in proportion to the number of shares sold.

Any sale carried out after **prior to Wednesday, May 20, 2026, at 12:00 a.m.**, Paris time, will neither be taken into account nor notified to Uptevia. Your rights to participate in the General Shareholders' Meeting will therefore remain unchanged, based on the shares held on that date.

2. MEANS OF PARTICIPATING IN THE GENERAL SHAREHOLDERS' MEETING

Shareholders may participate in the Meeting by choosing one of the following three methods:



Shareholders are encouraged to indicate how they plan to participate in the Meeting without waiting until the deadlines.

The General Shareholders' Meeting will be broadcast live and on-demand, and will be available on the Company's website: www.publicisgroupe.com.

Shareholders who have requested an admission card or a certificate of attendance to attend the Meeting, cast their vote remotely, or granted a proxy may no longer choose another method of participation.

YOU ARE ATTENDING THE GENERAL SHAREHOLDERS' MEETING IN PERSON

You must request an admission card.

You are...	By Internet		By Post
	pure registered shareholder	<p>You must log in using your usual ID to your Shareholder Account at: https://www.investors.uptevia.com</p> <p>then follow the on-screen instructions to access the VOTACCESS platform and request your admission card.</p>	<p>You must use the participation form, which you received by mail with the notice of meeting no later than 15 days before the Meeting, if you have not opted for the e-convocation, and:</p> <ul style="list-style-type: none"> • check box 1; • date and sign it; • return the completed form directly to Uptevia.
	administrated registered shareholder	<p>You must log in using the temporary codes provided on the proxy form or in the e-convocation of meeting to the VoteAG platform at: https://www.voteag.com</p> <p>then follow the on-screen instructions to access the VOTACCESS site and request your admission card.</p>	
holder of bearer shares	<p>You can request your admission card online only if your bank is connected to VOTACCESS.</p> <p>You must log in to your bank's online portal using your access codes, then follow the on-screen instructions to access the VOTACCESS platform and request your admission card.</p>	<p>You must contact your bank to request your admission card for the General Shareholders' Meeting.</p> <p>Your bank will forward your request to Uptevia along with a certificate of participation confirming your status as a shareholder as of the date of the General Shareholders' Meeting.</p>	

Please note

Requests for admission cards sent by mail must be **received by Uptevia** no later than 3 days before the General Shareholders' Meeting, i.e., **no later than Sunday, May 24, 2026**.

Under no circumstances should requests for admission cards be sent directly to Publicis Groupe.

* UPTEVIA, General Meetings Department, 90-110 Esplanade du Général de Gaulle, 92931 Paris La Défense Cedex

MEETING DAY

Check-in and registration starting at 9:00 a.m.

On the day of the Meeting, you must present the admission card you received along with your ID when signing the attendance sheet.







Shareholders who have not received their admission card by the fifth business day prior to the General Shareholders' Meeting, i.e., **no later than Wednesday, May 20, 2026**, are invited to:

You are...	Registered shareholder	Holder of bearer shares
	Report to the counters specifically designated for this purpose on the day of the General Shareholders' Meeting, bringing your identification.	Ask your bank to issue you a shareholding certificate to prove your status as a shareholder no later than the fifth business day prior to the General Shareholders' Meeting.

As a gesture, a gift will be presented to attendees at the end of the General Shareholders' Meeting (one gift per present person).

Getting to the Meeting

133 avenue des Champs-Élysées, Paris 8^e

-  Lines 1, 2 and 6 / Charles de Gaulle – Étoile
-  Line A / Charles de Gaulle – Étoile
-  Lines 22, 30, 31, 52, 73, 92 and 341 / Charles de Gaulle – Étoile-Champs-Élysées
-  Station n°8003 Galilée-Vernet
Station n°8052 Balzac-Champs Élysées
-  Q-Park Marceau - Champs-Élysées
George V Parking
-  Étoile Wagram Station
Victor Hugo Étoile Station

IF YOU ARE UNABLE TO ATTEND THE GENERAL SHAREHOLDERS’ MEETING IN PERSON, YOU MAY PARTICIPATE BY VOTING REMOTELY OR BY GIVING PROXY

You are...		By Internet	By Post
	pure registered shareholder	<p>You must log in using your usual ID to your Shareholder Account at: https://www.investors.uptevia.com then follow the on-screen instructions to access the VOTACCESS platform and vote or appoint/revoke a proxy.</p>	
	administrated registered shareholder	<p>You must log in using the temporary codes provided on the participation form or in the e-notice to the VoteAG platform at: https://www.voteag.com then follow the on-screen instructions to access the VOTACCESS platform and vote or appoint/revoke a proxy.</p>	<p>You must use the participation form received by mail with the notice of meeting no later than 15 days prior to the General Shareholders’ Meeting, if you have not opted for the e-convocation and:</p> <ul style="list-style-type: none"> • check box 2 to vote by post OR box 3 to grant proxy to the Chairman of the General Shareholders’ Meeting OR box 4 to grant proxy to the person of your choice; • date and sign; • return the completed form directly to Uptevia*.
holder of bearer shares	<p>You may vote or grant a proxy online only if your bank is connected to VOTACCESS. You must log in to your bank’s online portal using your usual access codes, then follow the on-screen instructions to access the VOTACCESS site and vote or grant proxy to the Chairman of the General Shareholders’ Meeting or the person of your choice.</p>	<p>You must request the participation form from your bank. You may also request it by regular mail from Uptevia no later than 6 days prior to the date of the General Shareholders’ Meeting.</p> <p>You must then use the form you received and:</p> <ul style="list-style-type: none"> • check box 2 to vote by post OR box 3 to grant proxy to the Chairman of the General Shareholders’ Meeting OR box 4 to grant proxy to the person of your choice; • date and sign; • return the completed form to your bank. <p>Your bank will forward the form to Uptevia, along with a certificate of participation confirming your status as a shareholder as of the date of the General Shareholders’ Meeting.</p>	

NEED TO KNOW

● **FOR PROXIES GRANTED TO A PERSON OF YOUR CHOICE:**
 Any proxy submitted without designating a proxy holder or containing incomplete information will result in a vote by the Chairman of the General Shareholders’ Meeting:
 (i) in favor of adopting the draft resolutions presented or approved by the Board of Directors and
 (ii) vote against the adoption of all other draft resolutions.

● **FOR THE APPOINTMENT OR REVOCATION OF A PROXY HOLDER VIA THE INTERNET:**
 This can be done by sending an email to the following address: **“ct-mandataires-assemblees@uptevia.com”**, which must include a scanned copy of the participation form as an attachment.

Only notifications of the appointment or revocation of a proxy may be sent to the aforementioned email address; any other request or notification regarding a different matter will not be considered and/or processed

Don’t forget

The VOTACCESS platform for remote or proxy voting is open **until Tuesday, May 26, 2026, at 3:00 p.m., Paris time.**

For voting instructions submitted by mail, participation forms must be received by Uptevia no later than 3 days prior to the Meeting, **i.e., no later than Sunday, May 24, 2026.**

Under no circumstances should participation forms be sent directly to Publicis Groupe.

* UPTEVIA, General Meetings Department, 90-110 Esplanade du Général de Gaulle, 92931 Paris La Défense Cedex

VOTING FORM



FOR THIS FORM TO BE TAKEN INTO CONSIDERATION, IT MUST BE RECEIVED NO LATER THAN SUNDAY, 24 MAY 2026 (AT MIDNIGHT, PARIS TIME) BY UPTEVIA - SERVICE ASSEMBLÉES GÉNÉRALES AT THE FOLLOWING ADDRESS: 90-110 ESPLANADE DU GÉNÉRAL DE GAULLE - 92931 PARIS LA DÉFENSE CEDEX.

To attend personally the general shareholder's meeting
Tick the **box 1**


To vote by post
Tick the **box 2**

- to vote YES to a resolution, leave both boxes under the resolution number concerned blank;
- to vote NO to a resolution, fill in the corresponding box under the resolution number concerned;
- to ABSTAIN from a resolution, fill in the corresponding box under the resolution number concerned.

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, noircir comme ceci ■ la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this ■, date and sign at the bottom of the form

JE DÉSIRES ASSISTER À CETTE ASSEMBLÉE et demande une carte d'admission : dater et signer au bas du formulaire // **I WISH TO ATTEND THE SHAREHOLDER'S MEETING** and request an admission card: date and sign at the bottom of the form

1



PUBLICIS GROUPE S.A.
Société Anonyme à Conseil d'Administration
au capital de 101 724 744 euros
Siège social : 133, avenue des Champs-Élysées - 75008 PARIS
542 080 601 R.C.S. PARIS

ASSEMBLEE GENERALE MIXTE
DU 27 MAI 2026 A 10 HEURES
PublicisCinemas,
133 avenue des Champs-Élysées 75008 PARIS

COMBINED GENERAL SHAREHOLDERS' MEETING
ON MAY 27, 2026 at 10 a.m
PublicisCinemas,
133 avenue des Champs-Élysées 75008 PARIS

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account

Vote simple / Single vote

Vote double / Double vote

Nominatif / Registered

Porteur / Bearer

Nombre d'actions / Number of shares

Nombre de voix - Number of voting rights

2

JE VOTE PAR CORRESPONDANCE // VOTE BY POST
Cf. au verso (2) - See reverse (2)

Je vote **OUI** à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directoire ou la Gérance, à l'EXCEPTION de ceux que je signale en noircissant comme ceci ■ l'une des cases "Non" ou "Abstention". // I vote **YES** all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this ■, for which I vote No or I abstain.

	1	2	3	4	5	6	7	8	9	10		A	B
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	11	12	13	14	15	16	17	18	19	20		C	D
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	21	22	23	24	25	26	27	28	29	30		E	F
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	31	32	33	34	35	36	37	38	39	40		G	H
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	41	42	43	44	45	46	47	48	49	50		J	K
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
												L	M
												N	O
												P	Q
												R	S
												T	U
												V	W
												X	Y
												Z	

Si des amendements ou des résolutions nouvelles étaient présentés en assemblée, je vote **NON** sauf si je signale un autre choix en noircissant la case correspondante :
 In case amendments or new resolutions are proposed during the meeting, I vote **NO** unless I indicate another choice by shading the corresponding box:
 - Je donne pouvoir au Président de l'Assemblée Générale. // I appoint the Chairman of the general meeting
 - Je m'abstiens. // I abstain from voting
 - Je donne procuration [cf. au verso renvoi (4)] à M., Mme ou Mlle, Raison Sociale pour voter en mon nom
 I appoint [see reverse (4)] Mr./Mrs or Miss, Corporate Name to vote on my behalf

Pour être pris en considération, tout formulaire doit parvenir au plus tard :
 To be considered, this completed form must be returned no later than:
 sur 1^{ère} convocation / on 1st notification sur 2^{ème} convocation / on 2nd notification

à / to : UPTEVIA
 Service Assemblées
 90-110 Esplanade du Général de Gaulle
 92931 Paris La Défense Cedex

24 mai 2026 / May 24, 2026

* Si le formulaire est renvoyé daté et signé mais qu'aucun choix n'est coché (carte d'admission / vote par correspondance / pouvoir au président / pouvoir à mandataire), cela vaut automatiquement pouvoir au Président de l'Assemblée Générale »
 * If the form is returned dated and signed but no choice is checked (admission card / postal vote / power of attorney to the President / power of attorney to a representative), this automatically applies as a proxy to the Chairman of the General Meeting

3

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
Cf. au verso (3)

I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
See reverse (3)

4

JE DONNE POUVOIR À : Cf. au verso (4) pour me représenter à l'Assemblée
I HEREBY APPOINT: See reverse (4) to represent me at the above mentioned Meeting
 M. Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name

Adresse / Address

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.
CAUTION: As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf au verso (1)
 Surname, first name, address of the shareholder (Changes regarding this information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)

5

WHATEVER OPTION YOU CHOOSE, SIGN AND DATE HERE.

Date & Signature

6

WRITE HERE your full name and address or CHECK THEM if they are already printed here.

To give your proxy to the Chairman of the Meeting
Tick the **box 3**

To give your proxy to a specific person who will be attending the Meeting
Tick the **box 4** and write the person's name and address in the space provided.

3. SHAREHOLDERS' RIGHT OF DISCLOSURE

All documents that must be made available to shareholders in connection with the General Shareholders' Meeting will be available at the Company's registered office, located at 133 Avenue des Champs-Élysées, Paris 8th.

The documents may also be viewed on the Company's website www.publicisgroupe.com, under the "Annual General Shareholders' Meeting" section, no later than the twenty-first day prior to the date of the Meeting, i.e., **Wednesday, May 6, 2026**.

4. REQUESTING THE ADDITION OF ITEMS OR DRAFT RESOLUTIONS ON THE AGENDA

One or more shareholders representing at least the fraction of the capital, provided for by the applicable legal and regulatory provisions, may request the addition of items or draft resolutions to the agenda under the conditions referred to in Articles L. 225-105, R. 225-71 to R. 225-73, R. 22-10-21 and R. 22-10-22 of the French Commercial Code.

Requests for the addition of items or draft resolutions to the agenda must be sent to the Chairman of the Board of Directors, preferably electronically, to the following address: "investor-relations@publicisgroupe.com", and if applicable, by registered letter with return receipt, to the Company's registered office at 133, avenue des Champs-Élysées, 75008 Paris, which must reach the Company no later than the twenty-fifth calendar day preceding the General Shareholders' Meeting, i.e., **Saturday, May 2, 2026**.

Request must be accompanied by:

- **the item to be included to the agenda** and its purpose,
- **the text of said draft resolution**, which may be accompanied by a short explanatory statement,
- **a stock transfer certificate** proving that the authors of the request hold or represent the fraction of the capital required by the aforementioned Article R. 225-71 of the French Commercial Code.

Moreover, items or draft resolutions submitted by shareholders will be reviewed at the General Shareholders' Meeting provided that the authors of such request produce a new certificate proving registration of their shares in the same accounts no later than the fifth business day preceding the General Shareholders' Meeting, i.e., **Wednesday, May 20, 2026, midnight Paris time**.

The items and draft resolution texts whose registration on the agenda has been requested by shareholders will be published on the Company's platform at www.publicisgroupe.com, Annual General Meeting section.

5. SUBMISSION OF WRITTEN QUESTIONS

Any shareholder may submit written questions to the Company.

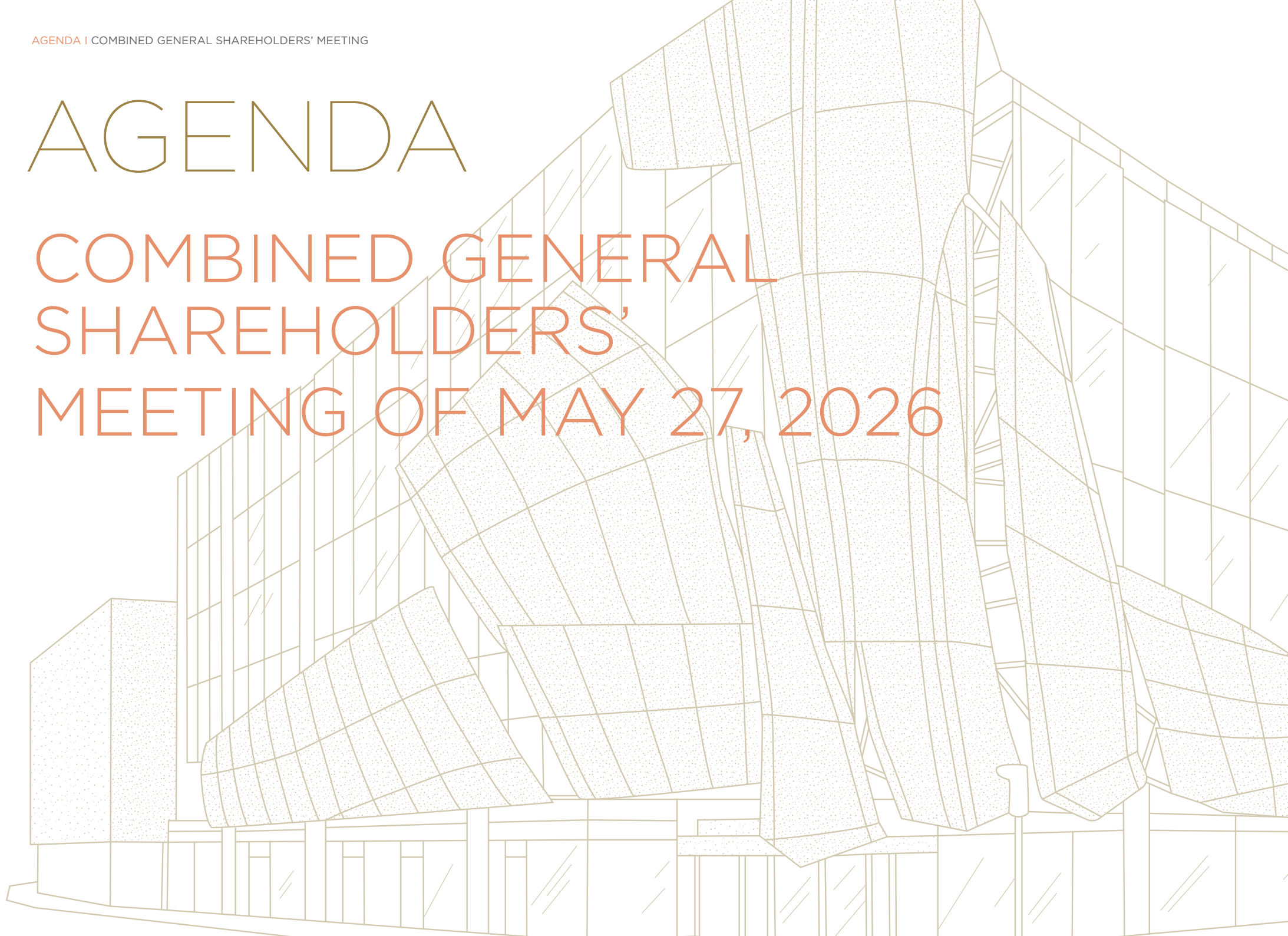
These questions must be addressed to the Chairman of the Board of Directors, preferably by email to the following address: investor-relations@publicisgroupe.com and, if necessary, by certified mail with return receipt requested, to the Company's registered office located at 133, avenue des Champs-Élysées, Paris 8th, no later than the third business day preceding the date of the General Shareholders' Meeting, i.e., **no later than Friday, May 22, 2026, at midnight, Paris time**. They must be accompanied by a **certificate of account registration**.

A single response may be provided to these questions provided they have the same content. A response to a written question shall be deemed to have been provided once an answer has been given during the General Shareholders' Meeting or when it appears on the Company's website: www.publicisgroupe.com (Annual General Shareholders' Meeting section).

It is specified that only the aforementioned written questions may be submitted to the Company; any other request or notification concerning a different matter will not be considered and/or processed.

AGENDA

COMBINED GENERAL SHAREHOLDERS' MEETING OF MAY 27, 2026



WITHIN THE POWERS OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING:

- 1) Approval of the corporate financial statements for fiscal year 2025 (1st resolution);
- 2) Approval of the consolidated financial statements for fiscal year 2025 (2nd resolution);
- 3) Allocation of the net income for fiscal year 2025 and declaration of dividend (3rd resolution);
- 4) Special report of the Statutory Auditors on agreements referred to in Article L. 225-38 of the French Commercial Code (4th resolution);
- 5) Renewal of the term of office of Mr. Tidjane Thiam as Director (5th resolution);
- 6) Appointment of Mr. Benjamin Badinter as Director (6th resolution);
- 7) Approval of the information on the compensation of Corporate Officers for the fiscal year 2025 referred to in I of Article L. 22-10-9 of the French Commercial Code (7th resolution);
- 8) Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2025 to Mr. Arthur Sadoun, Chairman and Chief Executive Officer (8th resolution);
- 9) Approval of the compensation policy for the Chairman and Chief Executive Officer with respect to fiscal year 2026 (9th resolution);
- 10) Approval of the compensation policy for the Directors with respect to fiscal year 2026 (10th resolution);
- 11) Authorization to the Board of Directors, for a period of eighteen months, to allow the Company to trade in its own shares (11th resolution);

WITHIN THE POWERS OF THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING:

- 12) Delegation of authority to the Board of Directors, 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 (12th resolution);
- 13) Delegation of authority to the Board of Directors, 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 1° of Article L. 411-2 of the French Monetary and Financial Code (13th resolution);
- 14) Delegation of authority to the Board of Directors, 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 referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code (14th resolution);
- 15) Delegation of authority to the Board of Directors, 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 thirteenth to the fourteenth resolutions put before this Shareholders' Meeting (15th resolution).
- 16) Delegation of authority to the Board of Directors, for a period of twenty-six months, to decide to increase the share capital by incorporating reserves, earnings, premiums or other sums (16th resolution);
- 17) Delegation of authority to the Board of Directors, 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 (17th resolution);

18) Delegation of authority to the Board of Directors, 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 offering initiated by the Company (18th resolution);

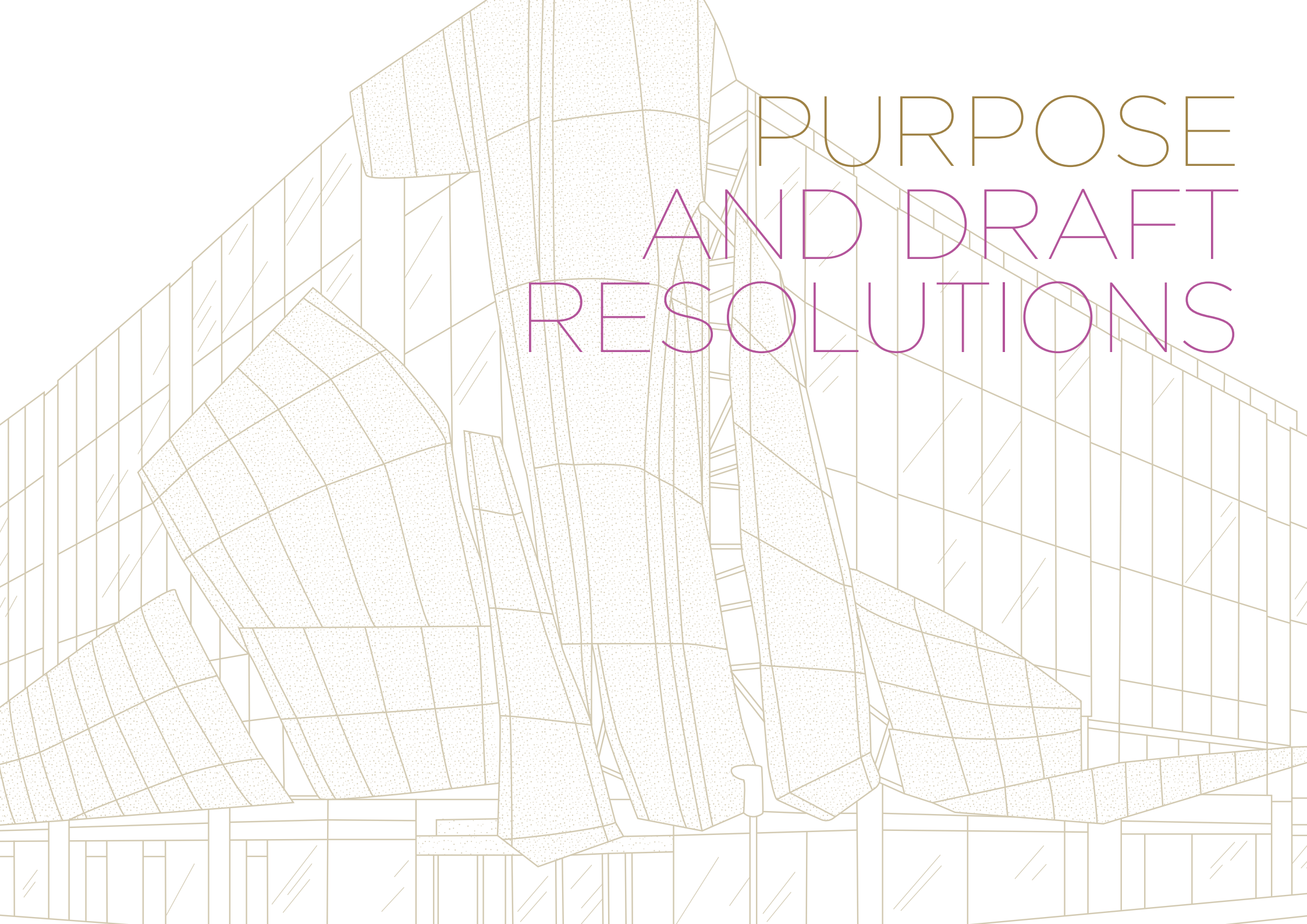
19) Delegation of authority to the Board of Directors, for a period of eighteen months, to decide to issue ordinary shares or securities giving access to ordinary shares in the Company or one of its subsidiaries, without preferential subscription rights, in favor of one or more specifically designated person(s) (19th resolution);

20) 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 (20th resolution);

21) Delegation of authority to the Board of Directors, for a period of eighteen months, to decide to issue ordinary shares 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 (21st resolution);

WITHIN THE POWERS OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING:

22) Powers to carry out formalities (22nd resolution).



PURPOSE
AND DRAFT
RESOLUTIONS

This section includes the Board of Directors' report on the draft resolutions submitted to the General Shareholders' Meeting, presented in the form of a statement of reasons, together with the text of said draft resolutions.

RESOLUTIONS WITHIN THE POWERS OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING

APPROVAL OF THE FINANCIAL STATEMENTS FOR FISCAL YEAR 2025, ALLOCATION OF NET INCOME AND DECLARATION OF DIVIDEND (1ST, 2ND AND 3RD RESOLUTIONS)

OBJECTIVE

We submit for your approval Publicis Groupe S.A.'s corporate financial statements (**first resolution**) and consolidated financial statements (**second resolution**) for the fiscal year ended December 31, 2025, as submitted.

The Company's corporate financial statements for fiscal year ended December 31, 2025 show a net income of **1,045,843,188.06 euro**. The Groupe's consolidated financial statements show a net income of **1,653 million euro**.

Detailed information on the corporate and consolidated financial statements, the Statutory auditors' reports and the Groupe's business activities for fiscal year 2025 are presented in the 2025 Universal Registration Document, Chapters 5, 6 and 7.

We submit for your approval the **third resolution** regarding the allocation of net income for fiscal year 2025 and **dividend payments, paid entirely in cash, of 3.75 euro per share, up from 3.60 euro per share in the previous fiscal year**. This represents a **payout ratio of 50.1%** of diluted headline net earnings per share and a **4.2%** increase over the previous fiscal year.

The ex-dividend date will be **July 1st, 2026** and the dividend will be paid on **July 3, 2026**. Withholding taxes on dividend payments are detailed in the third resolution.

● FIRST RESOLUTION

Approval of the corporate financial statements for fiscal year 2025

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the report of the Board of Directors as well as the report of the Statutory Auditors and the corporate financial statements for the fiscal year ended December 31, 2025, approves the 2025 corporate financial statements, as submitted, which show a net income of **1,045,843,188.06 euro**, as well as the transactions reflected in such financial statements or summarized in such reports.

● SECOND RESOLUTION

Approval of the consolidated financial statements for fiscal year 2025

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the report of the Board of Directors as well as the report of the Statutory Auditors and the consolidated financial statements for the fiscal year ended December 31, 2025, approves the 2025 consolidated financial statements, as submitted, which show a net income of **1,653 million euro**, as well as the transactions reflected in such financial statements or summarized in such reports.

● THIRD RESOLUTION

Allocation of the net income for fiscal year 2025 and declaration of dividend

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general

shareholders' meetings, resolves, on the recommendation of the Board of Directors, to allocate the distributable profit, considering:

● net income for the 2025 fiscal year amounts to	1,045,843,188.06 euro
● allocation to the legal reserve amounts to ^(a)	
prior retained earnings amount to	1,003,789,132.29 euro
● amounts to	2,049,632,320.35 euro

(a) The legal reserve has reached the threshold of 10% of share capital.

To be distributed to shareholders (for a total of **254,311,860** shares in circulation, Including treasury stock, on the basis of a dividend per share of **3.75 euro**, as of December 31, 2025), i.e., **953,669,475.00 euro**

The dividend is set at **3.75 euro** for each of the shares carrying dividend rights and will be payable in cash. The ex-dividend date will be **July 1st, 2026** and the dividend will be payable on **July 3rd, 2026**.

It is specified that the total distribution amount is calculated based on the total number of shares as of December 31, 2025, and will be adjusted according to the number of shares entitled to a dividend on the ex-dividend date. The total dividend amount will be adjusted accordingly, and the amount allocated to the "Retained Earnings" account will then be determined based on the dividend actually paid, with the reminder that the dividend amount corresponding to treasury shares held on the ex-dividend date will be allocated to the «Retained Earnings» account.

For individuals residing in France, the dividend is subject to income tax at either a flat rate or a progressive tax scale, at the taxpayer's option.

If the taxpayer does not opt for the progressive income tax scale, the dividend is subject, at the time of payment, to social security withholdings of 18.6% and a non-discharging flat-rate income tax installment of 12.8%. This withholding tax is applied at the source and calculated on the gross dividend amount.

In the event of a global and irrevocable option by the taxpayer for the progressive income tax scale, this dividend is fully eligible for the 40% allowance provided for in Article 158.3.2° of the French General Tax Code.

The General Shareholders' Meeting notes that the following dividends were paid for the past three fiscal years:

Fiscal year	2022	2023	2024
Dividend per share	2.90 euro	3.40 euro	3.60 euro
Total amount distributed	737,504,394 euro	864,660,324 euro	915,522,696 euro
including dividend per share eligible for the 40% tax allowance	0.14 euro	3.19 euro	3.60 euro
including total dividend eligible for the 40% tax allowance	36,649,678 euro	810,870,176 euro	915,522,696 euro
including dividend per share not eligible for the 40% tax allowance*	2.76 euro	0.21 euro	-
including total dividend not eligible for the 40% tax allowance*	700,854,716 euro	53,790,147.85 euro	-

* This distribution constitutes a reimbursement of an exempted contribution pursuant to Article 112 1° of the French General Tax Code.

REGULATED AGREEMENTS (4TH RESOLUTION)

OBJECTIVE

We submit for your approval the **fourth resolution** on the Statutory auditors' special report on related-party agreements and inform shareholders that **no new agreements**, under Article L. 225-38 of the French Commercial Code, were entered into during fiscal year ended December 31, 2025.

The Statutory auditors' special report on regulated agreements is presented in the 2025 Universal Registration Document, Chapter 3, Section 3.4.

● FOURTH RESOLUTION

Special report of the Statutory Auditors on agreements referred to in Article L. 225-38 of the French Commercial Code

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the Statutory Auditors' special report acknowledges the conclusions of this report which does not mention any new agreement referred to in Article L. 225-38 of the French Commercial Code and concluded during the fiscal year ended December 31, 2025.

COMPOSITION OF THE BOARD OF DIRECTORS (5TH AND 6TH RESOLUTIONS)

The Board of Directors, acting on the recommendation of the Nominating Committee, submits for your approval the renewal of Tidjane Thiam's mandate as Director, whose term of office expires at the end of this Ordinary General Shareholder's Meeting (**fifth resolution**), and the appointment of Benjamin Badinter as Director (**sixth resolution**).

The Board of Directors and the Nominating Committee have confirmed the availability of members who are up for renewal or appointment, ensuring their active participation in board proceedings.

Following the General Shareholders' Meeting of May 27, 2026, subject to shareholders' approval, the Board of Directors would be composed of 13 members, including 2 Directors representing employees. It would maintain a balanced gender representation, with 45% women and 55% men, as well as a strong diversity of profiles and experience, with 64% of members being of nationality other than French. The independence rate would temporarily stand at 45.45%, i.e. at a level slightly below the threshold recommended by the Afep-Medef Code. The Board of Directors, with the support of the Nominating Committee, which remains fully mobilized on this matter, is actively pursuing the steps initiated at the end of 2024: in order to strengthen the Board's independence and expertise.

Further information, changes to the composition of the Board can be found in the 2025 Universal Registration Document, Chapter 3, section 3.1.2.9.

RENEWAL OF TIDJANE THIAM AS DIRECTOR (5TH RESOLUTION)

OBJECTIVE

Tidjane Thiam's mandate as an independent Director expires at the close of the General Shareholders' Meeting of May 27, 2026. The **fifth resolution** submits for your approval the **renewal of his mandate for a term of four years**, expiring at the end of the General Shareholders' Meeting convened to approve the financial statements for the fiscal year ended December 31, 2029.

Tidjane Thiam brings recognized expertise in finance, governance, and risk management to the Board, cultivated through his distinguished international career in both the private and public sectors. In addition to his strategic leadership

of large-scale projects with significant socio-economic impact, he has in-depth knowledge of Asian and African markets.

His extensive experience with major financial institutions and international organizations is a significant asset to the Board. He has made valuable contributions to the assessment of the Groupe's strategic investments by providing high-quality analysis and sound judgment.

Renewing his mandate would allow the Board to continue to benefit from his expertise and perspective, both of which are essential to its work. It would also contribute to the continuity and quality of the Group's governance.

You can find the profile of Tidjane Thiam on page 34 of this notice of meeting.

● FIFTH RESOLUTION

Renewal of the term of office of Mr. Tidjane Thiam as Director

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the Board of Directors' report, notes that this term of office expires at the end of this Meeting and renews Mr. Tidjane Thiam's term of office as Director for a term of four years expiring at the end of the General Shareholders' Meeting convened to approve the financial statements for the year ending December 31, 2029.

APPOINTMENT OF BENJAMIN BADINTER AS DIRECTOR (6TH RESOLUTION)

OBJECTIVE

The proposal to appoint Benjamin Badinter as Director follows Simon Badinter's decision not to seek the renewal of his mandate, whose term will therefore expire at the end of the General Shareholders' meeting of May 27, 2026. The Board of Directors would like to express its sincere gratitude to Simon Badinter for his steadfast dedication and outstanding

contributions to the development and governance of the Publicis Groupe over the past 26 years.

The **sixth resolution** submits for your approval the **appointment of Benjamin Badinter as Director for a four-year term of office**, expiring at the end of the General Shareholders' Meeting convened to approve the financial statements for the fiscal year ended December 31, 2029.

The proposed appointment of Benjamin Badinter, Élisabeth Badinter's son, is part of a strategy to ensure continuity in the Groupe's governance. This strategy aims to preserve the Groupe's founding values for the benefit of employees, shareholders, and all stakeholders. Benjamin Badinter has extensive experience in the advertising and media sector, as well as in-depth knowledge of the Groupe through his role as Chairman of the Board of Directors of Métrobus. He has headed Mediavision, France's leading cinema advertising agency, since 2002.

You can find the profile of Benjamin Badinter on page 41 of this notice of meeting.

● SIXTH RESOLUTION

Appointment of Mr. Benjamin Badinter as Director

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the Board of Directors' report, appoints Mr. Benjamin Badinter as Director, with effect from the end of this Shareholders' Meeting, for a term of four years expiring at the end of the General Shareholders' Meeting convened to approve the financial statements for the year ending December 31, 2029.

Mr. Benjamin Badinter has declared that he has accepted the mandate entrusted to him and that he is not subject to any measure that could prohibit him from exercising it.

INFORMATION RELATING TO THE COMPENSATION OF CORPORATE OFFICERS, REFERRED TO IN ARTICLE L. 22-10-9 I OF THE FRENCH COMMERCIAL CODE (GLOBAL EX POST VOTING) (7TH RESOLUTION)

OBJECTIVE

In accordance with Article L. 22-10-34 I of the French Commercial Code, the **seventh resolution** submits for your approval the **report on compensation including the information referred to in Article L. 22-10-9 I of the French Commercial Code**, relating to the components of compensation paid or awarded to corporate officers with respect to fiscal year 2025.

This information is presented in the 2025 Universal Registration Document, Chapter 3 (sections 3.2.2.2, 3.2.3.2 and 3.2.5.3).

● SEVENTH RESOLUTION

Approval of the information on the compensation of Corporate Officers for the fiscal year 2025 referred to in I of Article L. 22-10-9 of the French Commercial Code

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the report on corporate governance referred to in Article L. 225-37 of the French Commercial Code, approves, in accordance with Article L. 22-10-34 I of the French Commercial Code, the information referred to in Article L. 22-10-9 I of the French Commercial Code, as presented in the 2025 Universal Registration Document (Chapter 3, sections 3.2.2.2 - Compensation paid or awarded in 2025 to directors, 3.2.3.2 - Compensation paid or awarded in 2025 to the Chairman and Chief Executive Officer and 3.2.5.3 - Compensation ratios).

APPROVAL OF COMPENSATION PAID OR AWARDED TO THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER WITH RESPECT TO FISCAL YEAR 2025 (INDIVIDUAL EX POST VOTING) (8TH RESOLUTION)

OBJECTIVE

In accordance with Article L. 22-10-34 II of the French Commercial Code, the **eighth resolution** submits for your approval **the total compensation and benefits of any kind paid or awarded to the Chairman and Chief Executive Officer, Arthur Sadoun, with respect to fiscal year 2025.**

These components of compensation were paid or allocated to Arthur Sadoun in accordance with the compensation policy approved at the General Shareholders' meeting of May 27, 2025.

This information is presented in the 2025 Universal Registration Document, Chapter 3, Section 3.2.3.2.

● EIGHTH RESOLUTION

Approval of the components of the total compensation and benefits of any kind paid or awarded with respect to fiscal year 2025 to Mr. Arthur Sadoun, Chairman and Chief Executive Officer

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the report on corporate governance referred to in Article L. 225-37 of the French Commercial Code, approves, in accordance with Article L. 22-10-34 II of the French Commercial Code, the fixed, variable and exceptional components of the total compensation and benefits of any kind paid or awarded in respect of fiscal year 2025 to Mr. Arthur Sadoun, Chairman and Chief Executive Officer, as presented in the 2025 Universal Registration Document (Chapter 3, section 3.2.3.2 - Compensation paid or awarded in 2025 to Mr. Arthur Sadoun, Chairman and Chief Executive Officer).

APPROVAL OF THE COMPENSATION POLICY FOR CORPORATE OFFICERS WITH RESPECT TO FISCAL YEAR 2026 (EX ANTE VOTING) (9TH AND 10TH RESOLUTIONS)

OBJECTIVE

In accordance with Article L. 22-10-8 of the French Commercial Code, we submit for your approval the **ninth resolution, on the compensation policy for the Chairman and Chief Executive Officer**, and the **tenth resolution, on the compensation policy for Directors, with respect to fiscal year 2026.**

The Board of Directors determined the 2026 compensation policy for corporate officers based on the Compensation Committee's recommendation. This policy aligns with Publicis Groupe S.A.'s corporate and social interests, supports its business strategy, and promotes its long-term sustainability.

The policy is presented and detailed in the 2025 Universal Registration Document, Chapter 3, Section 3.2.2.1 for the Directors and Section 3.2.3.1 for the Chairman and Chief Executive Officer.

● NINTH RESOLUTION

Approval of the compensation policy for the Chairman and Chief Executive Officer with respect to fiscal year 2026

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the report on corporate governance referred to in Article L. 225-37 of the French Commercial Code, describing the components of the compensation policy for corporate officers, approves, pursuant to Article L. 22-10-8 II of the French Commercial Code, the compensation policy for the Chairman and Chief Executive Officer with respect to fiscal year 2026 as presented in the 2025 Universal Registration Document (Chapter 3, section 3.2.3.1 - Compensation policy for Mr. Arthur Sadoun, Chairman and Chief Executive Officer).

● TENTH RESOLUTION

Approval of the compensation policy for the Directors with respect to fiscal year 2026

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the report on corporate governance referred to in Article L. 225-37 of the French Commercial Code, describing the components of the compensation policy for corporate officers, approves, pursuant to Article L. 22-10-8 II and L. 225-45 of the French Commercial Code, the compensation policy for the Directors with respect to fiscal year 2026, as presented in the 2025 Universal Registration Document (Chapter 3, section 3.2.2.1 - Compensation policy for the Directors).

AUTHORIZATION TO BE GRANTED TO THE BOARD OF DIRECTORS, FOR A PERIOD OF EIGHTEEN (18) MONTHS, ENTITLING THE COMPANY TO TRADE IN ITS OWN SHARES (11TH RESOLUTION)

OBJECTIVE

The **eleventh resolution** submits for your approval the renewal of the authorization granted to the Board of Directors for the implementation of the Company's share buyback policy with characteristics as follows:

- **Authorization validity period:** 18 months;
- **Number of shares:** 10% of the shares comprising the Company's share capital;
- **Maximum price per share:** 130 euro;
- **The total maximum amount under this authorization:** 3,306,054,180 euro;
- No share buybacks during a public offering period.

This authorization can be used for the following purposes:

- Allotting or transferring shares to employees and/or corporate officers of the Company and/or the Groupe;
- The transfer of shares upon the exercise of rights attached to securities granting entitlement, immediately or in the future, to the allocation of Company shares;

- The holding and subsequent transfer of shares in payment or exchange in connection with external growth transactions, mergers, spinoffs, or contributions;
- The liquidity and market-making activity of Publicis Groupe S.A. shares;
- The cancellation of shares through a reduction of the share capital.

The objectives of the buyback program are detailed in the eleventh resolution, as well as in the description of the buyback program presented in the 2025 Universal Registration Document, Chapter 8, Section 8.3.3.

● ELEVENTH RESOLUTION

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

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for ordinary general shareholders' meetings, having reviewed the Board of Directors' report, and pursuant to Articles L. 22-10-62 *et seq.* of the French Commercial Code, authorizes the Board of Directors with the right to sub-delegate its authority in accordance with legal requirements and the Company's Articles of Incorporation, to purchase or arrange the purchase of the Company's shares for the following purposes:

- allotting or selling shares to employees and/or corporate officers of the Company and/or of the Group in particular as part of the Company's profit-sharing scheme, by allotting free shares or granting stock options, or through company savings plans, or inter-company savings plans, under the terms and conditions provided for by the applicable regulations, or any other share-based compensation scheme;
- delivering shares to honor obligations in connection with instruments or securities that may confer entitlement to equity rights, whether by redemption, conversion, exchange, presentation of a warrant or by any other means giving right to the allocation of ordinary shares of the Company;
- conserving and subsequently delivering shares as a means of exchange in merger or spin-off transactions or as a contribution, as payment in the case of external growth transactions;

- stimulation of the secondary market or the liquidity of Publicis Groupe S.A. shares through the intermediary of an investment services provider acting pursuant to a liquidity agreement and in compliance with market practices accepted by the AMF (as modified, where applicable);
- cancelling all or part of the shares thus acquired, in accordance with the law and pursuant to the authorization granted by the eighteenth resolution of the Combined General Shareholders' Meeting of May 27th, 2025.

This program is also intended to enable the Company to trade in its own shares for any other authorized purpose or any other market practice that is currently authorized or accepted or may be authorized or accepted in the future by the laws and regulations in force. In such a case, the Company will inform its shareholders by issuing a press release.

The Company will be entitled to purchase its own shares, and sell or transfer shares redeemed, directly or through an investment service provider, in one or more transactions, at any time and by any means authorized by the laws and regulations in force, or that may come into force in the future, on regulated stock markets, multilateral trading facilities (MTFs), through systematic internalizers or over-the-counter, and, notably, by buying or selling blocks of shares, sale and repurchase agreements, through takeover bids or securities exchange bids, by using option mechanisms, derivative financial instruments, warrants or, more generally, securities giving access to shares in the Company (without limitation on the portion of the program that may be carried out by any of these means). The Company may also be entitled to hold and/or cancel shares redeemed subject to authorization by an extraordinary general shareholders' meeting, in compliance with applicable regulations.

However, the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this authorization from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

The share purchases may involve a number of shares limited as follows:

- the maximum number of shares that can be purchased during the buyback program shall not exceed 10% of the shares making up the Company's share capital on the date of each repurchase. This percentage will apply to the share capital as adjusted to reflect transactions affecting the share capital carried out subsequent to this Shareholders' Meeting. When shares are redeemed to promote liquidity in accordance with the requirements of the General Regulation of the AMF, the number of shares taken into account to calculate the 10% limit is equal to the number of shares purchased, less the number of shares resold during the authorization period;
- the number of shares purchased with a view to their retention or future delivery in connection with merger, spin-off or contribution transactions will not exceed 5% of the Company's share capital. The maximum unit purchase price will be one hundred and thirty (130) euro, excluding acquisition costs, it being specified that this price will not apply to share buyback used for allocating free shares to employees and/or corporate officers of the Company and the Group or when they exercise stock options.

In the event of a change in the par value of shares or any transaction having an impact on shareholders' equity, the General Shareholders' Meeting delegates to the Board of Directors the power to adjust the aforementioned purchase price in order to take into account the impact of such transactions on the share price.

The Company's total amount used for share buyback under this authorization will not exceed three billion three hundred and six million fifty-four thousand one hundred eighty euro (3,306,054,180 euro).

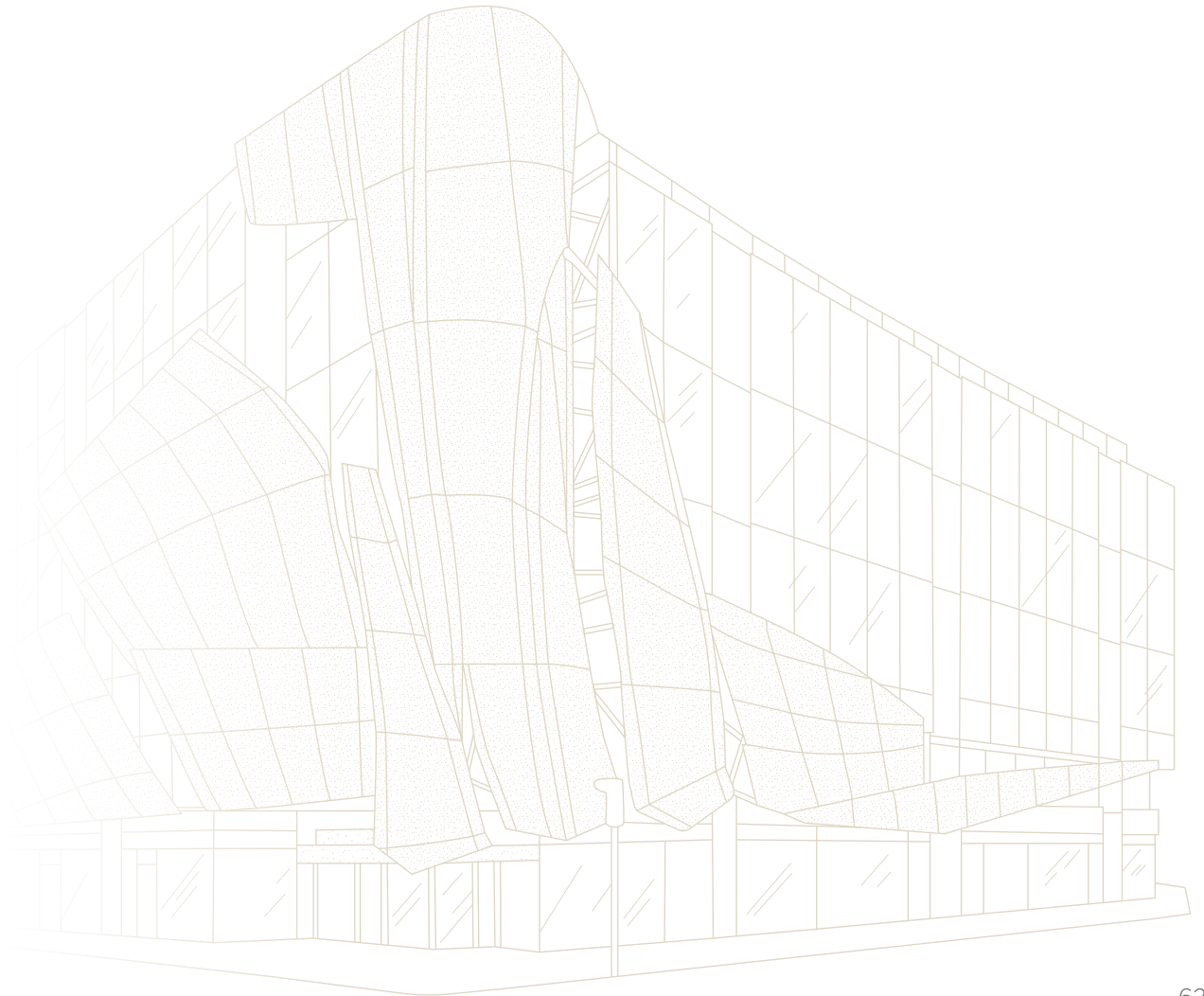
The General Shareholders' Meeting grants the Board of Directors, all powers, including the right to sub-delegate its authority, as permitted by laws and regulations and in accordance with the Company's Articles of Incorporation, to determine the modes and conditions of implementation, to allocate or reallocate the shares acquired to the various objectives in view of compliance with applicable laws and regulations, to execute all instruments, enter into all agreements, take all necessary measures to preserve the rights of securities holders that may confer equity rights,

PURPOSE AND DRAFT RESOLUTIONS

in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment, carry out all formalities, and, more generally, to do everything necessary to implement this resolution.

This authorization is granted for a period of eighteen months from the date of the General Shareholders' Meeting.

This authorization cancels, with immediate effect, the unused portion and unexpired term of the authorization granted under the seventeenth resolution approved by the Combined General Shareholders' Meeting of May 27, 2025.



RESOLUTIONS WITHIN THE POWERS OF THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING

APPROVAL OF FINANCIAL DELEGATIONS (12TH TO 21ST RESOLUTIONS)

We submit for your approval the twelfth to the twenty-first resolutions to renew the financial delegations of authority granted to the Board of Directors expiring in fiscal year 2026.

The purpose of these resolutions is to enable the Board of Directors to take action in order to provide the Company with the financial resources to pursue its development strategy, to strengthen its equity, and to use, when the time comes, the financial instruments to be issued, depending on the conditions and opportunities of the French or international financial markets.

The summary table of delegations of authority and financial authorizations granted to the Board of Directors is available on page 46 of this notice of meeting. The table lists all currently valid delegations and how the Board used them during the past fiscal year.

In any event, the Board of Directors will be able to carry out these delegations of authority and authorizations only within the strict limits of the following maximum amounts, subject to the approval of the General Shareholders' meeting.

The Statutory auditors' report regarding all of these resolutions can be found on the Publicis Groupe website at: <https://www.publicisgroupe.com/investors/shareholders/general-meeting>

Summary table of the maximum amounts applicable to the delegations of authority and authorizations to increase the capital:

PURPOSE OF THE DELEGATION	RESOLUTION(S)
Capital increases with subscription rights	12*
Issuance through public offerings other than private placements	13*
Private placements	14*
Over-allotment option («Green Shoe»)	15*
Public offering	17*
Consideration for contributions in kind, excluding public offering	18*
Capital increases for the benefit of one or more specially designated person(s)	19*
Capital increases for the benefit of subscribers to a company savings plan	20
Capital increases in the context of employee share ownership plans	21
Capital increases by incorporated reserves, earnings or premiums	16*
Limit on debt securities issuance: 1,200 million euro	12, 13, 14, 17, 18, 19

***Unless previously authorized by a General Shareholders' Meeting, these resolutions may be not used from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.*

DELEGATION OF AUTHORITY TO INCREASE THE CAPITAL BY ISSUING, WITH PREFERENTIAL SUBSCRIPTION RIGHTS, FINANCIAL INSTRUMENTS GIVING ACCESS TO THE CAPITAL (12TH RESOLUTION)

OBJECTIVE

The **twelfth resolution** submits for your approval the renewal of the authorization to the Board of Directors granted in 2024, for a period of twenty-six (26) months, to increase the Company's capital by issuing, with preferential subscription rights, ordinary shares in the Company and/or securities giving access to the Company's capital or that of one of its subsidiaries

The maximum nominal amount of capital increases (excluding any share premium) that can be carried out under this delegation of authority is set at **30 million euro** (identical to the amount authorized in 2024). **Any capital increases carried out pursuant to this resolution, as well as to the thirteenth to the twenty-first resolutions hereinafter, will be set against the total maximum amount of 30 million euro.**

The maximum nominal amount of debt securities that may be issued under this resolution is set at **1,200 million euro** on the date of the issue decision. **Said amount will apply to all debt securities issued pursuant to this resolution, as well as the thirteenth, fourteenth, seventeenth, eighteenth, and nineteenth resolutions hereinafter.**

● TWELFTH RESOLUTION

Delegation of authority to the Board of Directors, 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

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and pursuant to Articles L. 225-129 *et seq.*, notably Articles L. 225-129-2, L. 225-132 to L. 225-134, L. 228-91 *et seq.*, and Article L. 22-10-49 of the French Commercial Code:

1) delegates to the Board of Directors, for a period of twenty-six months following the date of this Shareholders' Meeting, with the right to sub-delegate in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to decide, at its own discretion, to issue, on one or more occasions, in the amounts and at the times of its choosing, in France and abroad, in euro, in foreign currency or a unit of account set with reference to several currencies, while maintaining shareholders' preferential subscription rights, against payment or free of charge, with or without a premium, ordinary shares and/or securities referred to in Articles L. 228-92 paragraph 1 or L. 228-93 paragraphs 1 and 3 of the French Commercial Code and that confer or may confer by any means, immediately or in the future, at any time or at a predetermined date, access, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to ordinary shares in the Company or one of its direct or indirect subsidiaries (including share capital securities conferring entitlement to the allocation of debt securities), as the case may be, the subscription for which may be paid in cash, by a set off against debts, and/or by incorporating reserves, earnings or premiums.

It should be noted that the issuance of preferred shares or securities that confer the right to preferred shares is not allowed.

2) sets the following maximum nominal amount of capital increases that can be carried out by virtue of this delegation of authority by the Board of Directors:

- the maximum nominal amount of capital increases (not including share premium) that can be carried out by virtue of this delegation of authority is set at thirty million (30,000,000) euro or the equivalent thereof in any other currency or monetary unit set in reference to several currencies. The global total maximum nominal amount of capital increases that may be carried out pursuant to this delegation of authority and to those granted in the thirteenth to the twenty-first resolutions, put before this Shareholders' Meeting, is set at thirty million (30,000,000) euro or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies;
- to this ceiling will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the

event of new financial transactions, to protect the rights of holders of securities that confer equity rights in the Company, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment.

3) decides that the maximum nominal amount of securities representing debt claims against the Company that may be issued immediately or at a future date by virtue of this resolution is set at one billion two hundred million (1,200,000,000) euro, or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, on the date of the issue decision. Said amount will apply to all debt securities issued pursuant to this resolution and pursuant to the thirteenth, fourteenth, seventeenth, eighteenth, and nineteenth resolutions put before this Shareholders' Meeting. This amount will be increased, where applicable, by any above par redemption premium, and be independent of the amount of debt securities issued by decision of or authorization from the Board of Directors under Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code.

4) in the event the Board of Directors makes use of this delegation of authority:

- decides that shareholders will, in proportion to the number of shares they hold, have a non-reducible preferential right to subscribe to shares and securities issued by virtue of this resolution;
- acknowledges that the Board of Directors may grant shareholders a reducible right to subscribe in proportion to their rights and within the limits of their subscription requests;
- decides that, in pursuance of Article L. 225-134 of the French Commercial Code, in the event of the issue not being fully subscribed by virtue of non-reducible and, if applicable, reducible subscription rights, the Board of Directors may, under the conditions provided for by law, use any or all of the options set out below, in the order of its choosing:
 - freely allocate all or part of the shares or, in the event the securities confer access to the capital, the said securities whose issue has been decided but not subscribed to;
 - public offering of all or part of the unsubscribed shares and/

or securities on the French and/or foreign and/or international markets;

- more generally, limit the capital increase to the amount of subscriptions, provided that, in the case of an issue of shares or securities whose primary security is a share, the latter reaches three-quarters of the increase decided upon after use, where applicable, of the two aforementioned options;

- resolves that issues of warrants to subscribe for shares in the Company may also be carried out by free allotment to the owners of existing shares, it being specified that fractional allotment rights and the corresponding securities will be sold in compliance with applicable laws and regulations.

5) acknowledges that any issuance decision taken in pursuance of this delegation of authority will automatically entail, in favor of holders of securities that confer or may confer equity rights in the Company, a waiver by the shareholders of their preferential right to subscribe to the shares to which such securities may confer rights.

6) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

7) decides that the Board of Directors will have all powers, with the right to sub-delegate its authority in accordance with legal provisions and the Company's Articles of Incorporation, to implement this delegation of authority, and notably:

- to decide on the issue of shares and/or securities giving immediate or future access to the capital of the Company or one of its subsidiaries;
- to set the terms and conditions of capital increases and fix the dates, terms and conditions of issues to be performed by virtue of this resolution, to determine the nature, the number and the features of the securities giving access to the Company's share capital, the modes of allocation of shares in the capital to which these securities grant rights and also the dates at which these rights of allocation may be exercised, and to modify their terms and conditions throughout the lifetimes of the said securities in accordance with applicable laws and regulations;

- to set the opening and closing dates for subscriptions, the price, as well as the amount of any premium that may be required on issuance, or, where applicable, reserves, earnings or premiums which can be incorporated into the capital and the dates from which shares will bear dividend rights, the payment terms for the shares and any delays for such payment;

- in the event of the issuance of debt securities, to decide whether they should be subordinated or not (and, if so, their subordination ranking, pursuant to Article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interests or zero-coupon or indexed interests) and provide for any mandatory or optional suspension or non-payment of interest, stipulate their term (fixed or perpetual), the possibility of reducing or increasing their nominal value, and the other terms of issue (including conferring them guarantees or securities) and redemption (including the delivery of Company assets); where applicable, these securities could provide for the possibility of the Company issuing debt securities (fungible or not) in payment of interest, the payment of which would have been suspended by the Company, or take the form of complex bonds as defined by the stock market authorities (for example, due to their terms of repayment or remuneration or other rights such as indexation or option rights); amend, during the life of the securities concerned, the terms and conditions referred to above, in compliance with the applicable formalities;

- to set, if necessary, the terms and conditions under which the Company can acquire or exchange on the market, at any time or during specified periods, the securities with a view to canceling them or not, in compliance with legal provisions in force;

- to provide for the possibility of suspending the rights attached to shares or securities conferring equity rights in accordance with legal and regulatory provisions;

- to determine and execute all adjustments required to allow for the impact of such transactions on the Company's share capital or equity, notably in the event of a change in the par value of shares, increase of capital by incorporating reserves, earnings or premiums, allocation of free shares, securities consolidation or division, payment of dividends, reserves or premiums, or any other asset, redemption of capital, or any other operation on the share capital (including in the event of a public offering and/or change of control) and to make all other arrangements to preserve, where applicable, the rights of holders of securities

giving access to the Company's capital or other rights giving access to the Company's capital, in particular with regard to beneficiaries of share subscription or purchase options or free share allocations (including through cash adjustments);

- to acknowledge the completion of each share capital increase carried out under this delegation of authority, and to amend the Articles of Incorporation accordingly;

- to charge the costs, dues and fees relating to these issues to the corresponding share premiums, if it so sees fit, and appropriate from this amount the sum required to maintain reserves at one tenth of the new share capital after each issue;

- more generally, to enter into all agreements, take all measures and carry out all formalities required for the issues referred to hereinabove, for admission to trading on a regulated market, and for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached.

8) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the sixteenth resolution of the Combined General Shareholders' Meeting of May 29, 2024.

DELEGATION OF AUTHORITY TO INCREASE THE CAPITAL BY ISSUING, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS, FINANCIAL INSTRUMENTS GIVING ACCESS TO THE CAPITAL BY PUBLIC OFFERINGS DIFFERENT FROM THOSE REFERRED TO IN ARTICLE L. 411-2 1° OF THE FRENCH MONETARY AND FINANCIAL CODE (13TH RESOLUTION)

OBJECTIVE

The **thirteenth resolution** submits for your approval the renewal of the delegation of authority granted, for a period of twenty-six (26) months, to the Board of Directors in 2024, to **increase the capital by public offerings different from those referred to in Article L. 411-2 1° of the French Monetary and Financial Code (private placements covered by the fourteenth resolution)** to issue ordinary shares in the Company and/or securities giving access, immediately

or in the future, to ordinary shares in the Company or one of its subsidiaries as the case may be (including share capital securities conferring entitlement to the allocation of debt securities).

Within the framework of this resolution, you are requested to cancel preferential subscription rights. Depending on market conditions, the investors involved in the issuance, and the type of securities issued, canceling preferential subscription rights may be preferable—or even necessary—to carry out the transaction under the best possible conditions. This is particularly relevant when the speed of execution is an essential factor for success. However, in accordance with Article L. 22-10-51 of the French Commercial Code, the Board of Directors may decide to grant a priority subscription period.

The maximum nominal amount of capital increases that may be carried out by virtue of this delegation of authority, to be set against the total maximum amount of **30 million euro**, may not exceed **10 million euro** (a common ceiling for transactions without preferential subscription rights) set forth in the table on page 63.

The maximum nominal amount of securities representing debt claims against the Company that may be issued is set at 1,200 million euro, on the date of the issue decision. Said amount will be set against the total maximum amount of debt securities set forth in the table on page 63.

Taking into account the developments introduced by the “Loi Attractivité” of June 13, 2024, we submit for your approval the adoption of the pricing mechanism established by the previous ‘free-pricing’ capital increase resolution adopted in 2024 (20th resolution of the General Shareholders’ Meeting of May 29, 2024), which will not be renewed as it has become redundant.

Accordingly, and in order to carry out the operations under the best possible conditions given existing market constraints, the Board of Directors will determine the issue price at its discretion when exercising the delegation of

authority in accordance with the first paragraph of Article L. 22-10-52 of the French Commercial Code, provided that the issue price of the shares will be at least equal to the lower of:

- (i) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the last three trading sessions preceding the setting of the issue price, or
 - (ii) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the last trading session preceding the setting of the issue price, or
 - (iii) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the trading session when the issue price was set,
- in all three cases, as the case may be, reduced by a discount not exceeding 10%, after adjustment, where applicable, to take into account any difference in the dates from which shares will bear dividend rights;

● THIRTEENTH RESOLUTION

Delegation of authority to the Board of Directors, 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 1^o of Article L. 411-2 of the French Monetary and Financial Code

The General Shareholders’ Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders’ meetings, having reviewed the Board of Directors’ report and the Statutory Auditors’ special report, and pursuant to Articles L. 225-129 *et seq.* of the French Commercial Code, notably Articles L. 225-129-2, L. 225-135, L. 225-136, and of Articles L. 22-10-51, L. 22-10-52 and L. 228-91 *et seq.* of said Code:

1) delegates to the Board of Directors, for a period of twenty-six months following the date of this Shareholders’ Meeting, with the right to sub-delegate in accordance with legal provisions in force and the Company’s Articles of Incorporation, the authority to decide, at its own discretion, to issue, on one or more occasions, in the amounts and at the times of its choosing, in France and abroad, in euro, in foreign currency or a unit of account set with

reference to several currencies, public offerings different from those referred to in 1^o of Article L. 411-2 of the French Monetary and Financial Code, against payment or free of charge, with or without a premium, ordinary shares and/or securities referred to in Articles L. 228-92 paragraph 1 or L. 228-93 paragraphs 1 and 3 of the French Commercial Code and that confer or may confer by any means, immediately or in the future, at any time or at a predetermined date, access, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to ordinary shares in the Company or one of its direct or indirect subsidiaries (including share capital securities conferring entitlement to the allocation of debt securities) as the case may be, the subscription for which may be paid in cash, by a set off against debts, and/or by incorporating reserves, earnings or premiums.

It is specified that the issuance of preferred shares or securities that confer the right to preferred shares is not allowed.

2) resolves to waive the shareholders’ preferential subscription rights for securities issued under this resolution. Pursuant to Article L. 22-10-51 of the French Commercial Code, the Board of Directors may, however, for all or part of the issues carried out, grant a priority subscription period for the benefit of shareholders, which shall not give rise to the creation of negotiable rights and which must be exercised in proportion to the number of shares held by each shareholder, and may be supplemented by a subscription on a reducible basis, it being specified that unsubscribed securities may be the subject of public offerings in France and/or abroad.

3) sets the following maximum nominal amount of capital increases that can be carried out by virtue of this delegation of authority by the Board of Directors:

- the maximum nominal amount of capital increases that may be carried out under this authorization is set at ten million (10,000,000) euro, or the equivalent thereof in any other currency or monetary unit set in reference to several currencies, it being specified that the maximum nominal amount of capital increases that may be carried out under this authorization and that granted under the fourteenth, fifteenth, seventeenth,

eighteenth, and nineteenth resolutions submitted to this Shareholders' Meeting is set at ten million (10,000,000) euro or the equivalent thereof in any other currency or monetary unit set in reference to several currencies. This amount will be set against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution submitted to this Shareholders' Meeting or, where applicable, set against any total maximum amount stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force;

- to this ceiling will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to protect the rights of holders of securities that confer equity rights in the Company, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment.

4) decides that the maximum nominal amount of securities representing debt claims against the Company that may be issued immediately or at a future date by virtue of this resolution is set at one billion two hundred million (1,200,000,000) euro, or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, on the date of the issue decision. Said amount will apply to all debt securities issued pursuant to paragraph 3) of the twelfth resolution put before this Shareholders' Meeting or, where applicable, set against any total maximum amount stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force. This amount will be increased, where applicable, by any above par redemption premium, and be independent of the amount of debt securities issued by decision of or authorization from the Board of Directors, under Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code.

5) decides that, in pursuance of Article L. 225-134 of the French Commercial Code, in the event of the issue not being fully subscribed by virtue of non-reducible and, if applicable, reducible subscription rights, the Board of Directors may, under the conditions provided for by law, use any or all of the options set out below, in the order of its choosing:

- freely allocate all or part of the shares or, in the event the securities confer access to capital, the said securities whose issue has been decided but not subscribed to;
- public offering of all or part of the unsubscribed shares and/or securities on the French and/or foreign and/or international markets;
- more generally, limit the capital increase to the amount of subscriptions, provided that, in the case of an issue of shares or securities whose primary security is a share, the latter reaches three-quarters of the increase decided upon after use, where applicable, of the two aforementioned options.

6) acknowledges that any issuance decision under this delegation of authority will automatically entail, in favor of holders of securities that confer or may confer equity rights in the Company, a waiver by the shareholders of their preferential right to subscribe for the shares to which such securities may confer rights.

7) delegates to the Board of Directors, with the option to sub-delegate under the conditions set forth by law, pursuant to Article L. 22-10-52, paragraph 1 of the French Commercial Code, its authority to freely set the issue price within the following limits:

- the issue price of the shares will be at least equal to the lower of: (i) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the last three trading sessions preceding the setting of the issue price, or (ii) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the last trading session preceding the setting of the issue price, or (iii) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the trading session when the issue price was set, in all three cases, as the case may be, reduced by a discount not exceeding 10%, after adjustment, where applicable, to take into account any difference in the dates from which shares will bear dividend rights;
- the issue price of the securities giving access to share capital will be such that the amount immediately received by the Company, increased, where applicable, by any further amount that may be received by it at a later date, is, for each Company share issued as a result of the issuance of the aforesaid securities, at least equal to the minimum subscription price defined in the previous paragraph.

8) acknowledges that, in the event that the Board of Directors makes use of the delegation provided for in the preceding paragraph, it shall draw up a supplementary report, certified by the Statutory Auditors, describing the final terms and conditions of the transaction and providing information for assessing the actual impact on the shareholder's situation.

9) resolves that the issue(s) authorized by this resolution may be decided concurrently with an issue(s) decided pursuant to the fourteenth resolution submitted to this Shareholders' Meeting.

10) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

11) decides that the Board of Directors will have all powers, with the right to sub-delegate its authority in accordance with legal provisions and the Company's Articles of Incorporation, to implement this delegation of authority, and notably:

- to decide on the issue of shares and/or securities giving immediate or future access to the capital of the Company or one of its subsidiaries;
- to set the terms and conditions of capital increases and fix the dates, terms and conditions of issues to be performed by virtue of this resolution, to determine the nature, the number and the features of the securities giving access to the Company's share capital, the modes of allocation of shares in the capital to which these securities grant rights and also the dates at which these rights of allocation may be exercised, and to modify their terms and conditions throughout the lifetimes of the said securities in accordance with applicable laws and regulations;
- to set the opening and closing dates for subscriptions, the price, as well as the amount of any premium that may be required on issuance, or, where applicable, reserves, earnings or premiums which can be incorporated into the capital and the dates from which shares will bear dividend rights, the payment terms for the shares and any delays for such payment;
- in the event of the issuance of debt securities, to decide whether they should be subordinated or not (and, if so, their

subordination ranking, pursuant to Article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interests or zero-coupon or indexed interests) and provide for any mandatory or optional suspension or non-payment of interest, stipulate their term (fixed or perpetual), the possibility of reducing or increasing their nominal value, and the other terms of issue (including conferring them guarantees or securities) and redemption (including the delivery of Company assets); where applicable, these securities could provide for the possibility of the Company issuing debt securities (fungible or not) in payment of interest, the payment of which would have been suspended by the Company, or take the form of complex bonds as defined by the stock market authorities (for example, due to their terms of repayment or remuneration or other rights such as indexation or option rights); amend, during the life of the securities concerned, the terms and conditions referred to above, in compliance with the applicable formalities;

- to set, if necessary, the terms and conditions under which the Company can acquire or exchange on the market, at any time or during specified periods, the securities with a view to canceling them or not, in compliance with legal provisions in force;

- to provide for the possibility of suspending the rights attached to shares or securities conferring equity rights in accordance with legal and regulatory provisions;

- to determine and execute all adjustments required to allow for the impact of such transactions on the Company's share capital or equity, notably in the event of a change in the par value of shares, increase of capital by incorporating reserves, earnings or premiums, allocation of free shares, securities consolidation or division, payment of dividends, reserves or premiums, or any other asset, redemption of capital, or any other operation on the share capital (including in the event of a public offering and/or change of control) and to make all other arrangements to preserve, where applicable, the rights of holders of securities giving access to the Company's capital or other rights giving access to the Company's capital, in particular with regard to beneficiaries of share subscription or purchase options or free share allocations (including through cash adjustments);

- to acknowledge the completion of each share capital increase carried out under this delegation of authority, and to amend the Articles of Incorporation accordingly;

- to charge the costs, dues and fees relating to these issues to the corresponding share premiums, if it so sees fit, and appropriate from this amount the sum required to maintain reserves at one tenth of the new share capital after each issue;

- more generally, to enter into all agreements, take all measures and carry out all formalities required for the issues referred to hereinabove, for admission to trading on a regulated market, and for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached.

12) acknowledges that, in the event the Board of Directors decides to use the authority delegated in this resolution, the Board of Directors will report it at the next Ordinary General Shareholders' Meeting, in accordance with the law and regulations, on the use made of the authorizations granted in this resolution.

13) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the seventeenth resolution of the Combined General Shareholders' Meeting of May 29, 2024.

DELEGATION OF AUTHORITY TO INCREASE THE CAPITAL WITH THE ISSUE, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS, OF FINANCIAL INSTRUMENTS GIVING ACCESS TO THE CAPITAL BY PUBLIC OFFERINGS REFERRED TO IN ARTICLE 411-2 1° OF THE FRENCH MONETARY AND FINANCIAL CODE (14TH RESOLUTION)

OBJECTIVE

The **fourteenth resolution** submits for your approval the renewal of the delegation of authority granted to the Board of Directors in 2024, for a period of twenty-six (26) months, to **increase the Company's capital, by public offerings reserved exclusively for a limited circle of investors or institutional investors under Article L. 411-2 1° of the French Monetary and Financial Code**, by issuing ordinary shares in the Company and/or securities giving immediate or future access to ordinary shares to be issued by the Company or one of its subsidiaries

(including equity securities giving entitlement to the allotment of debt securities), as the case may be.

This delegation of authority is subject to the maximum amounts set forth in the table on page 63.

This delegation, for which you are asked to cancel preferential subscription rights, would enable the Company to optimize its access to capital and benefit from more favorable market conditions; this method of financing is faster and more streamlined than a capital increase via other forms of public offerings, such as those under the thirteenth resolution.

Should this delegation of authority be exercised, the issue price will be determined by the Board of Directors under the same conditions as those set forth in the thirteenth resolution.

● FOURTEENTH RESOLUTION

Delegation of authority to the Board of Directors, 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 referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and pursuant to L. 225-129 *et seq.* of the French Commercial Code, notably Articles L. 225-129-2, L. 225-135 and L. 225-136, and of the provisions of Articles L. 22-10-51, L. 22-10-52 and L. 228-91 *et seq.* of the French Commercial Code, and in 1° of Article L. 411-2 of the French Monetary and Financial Code:

1) delegates to the Board of Directors, for a period of twenty-six months following the date of this Shareholders' Meeting, with the right to sub-delegate in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to decide, at its own discretion, on one or more occasions, in the amounts and at the times of its choosing, in France and abroad, in euro, in foreign currency or in any unit of account set in reference

to several currencies, to issue, by a public offering referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code, against payment or free of charge, with or without a premium, ordinary shares and/or securities referred to in Articles L. 228-92 paragraph 1 or L. 228-93 paragraphs 1 and 3 of the French Commercial Code and that confer or may confer, immediately or in the future, at any time or at a predetermined date, access, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to ordinary shares in the Company or one of its direct or indirect subsidiaries (including share capital securities conferring entitlement to the allocation of debt securities) as the case may be, the subscription for which may be paid in cash, by a set off against debts, and/or by incorporating reserves, earnings or premiums.

The issuance of preferred shares or securities that confer the right to preferred shares is not allowed.

2) decides that the issue of shares or securities referred to in this resolution will be without preferential subscription rights.

3) decides to set the following maximum authorized amounts for capital increases in the event that the Board of Directors makes use of this delegation of authority:

- the maximum nominal amount of capital increases that can be carried out by virtue of this delegation of authority is set at ten million (10,000,000) euro or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, it being specified that this amount will be set against the total maximum nominal amount of ten million (10,000,000) euro authorized by this Shareholders' Meeting in paragraph 3) of the thirteenth resolution and against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amounts stipulated in resolutions of similar nature that might succeed the aforesaid resolutions whilst this delegation of authority remains in force;
- the issuance of capital securities by virtue of this delegation will not exceed the limits stipulated by regulatory provisions in force on the date of the issue ;

- to this ceiling will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to protect the rights of holders of securities that confer equity rights in the Company, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment.

4) decides that the maximum par value of securities representing debt claims against the Company that may be issued immediately or at a future date by virtue of this resolution is set at one billion two hundred million (1,200,000,000) euro, or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, on the date of the issue decision. Said amount will be set against the total maximum amount of debt securities set forth in paragraph 3) of the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amount of debt securities stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force. This amount will be increased, where applicable, by any above par redemption premium, and be independent of the amount of debt securities issued by decision of or authorization from the Board of Directors under Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code.

5) decides that, in pursuance of Article L. 225-134 of the French Commercial Code, in the event of the issue not being fully subscribed by virtue of non-reducible and, if applicable, reducible subscription rights, the Board of Directors may, under the conditions provided for by law, use any or all of the options set out below, in the order of its choosing:

- freely allocate all or part of the shares or, in the event the securities confer access to capital, the said securities whose issue has been decided but not subscribed to;
- public offering of all or part of the unsubscribed shares and/or securities on the French and/or foreign and/or international markets;
- more generally, limit the capital increase to the amount of subscriptions, provided that, in the case of an issue of shares or securities whose primary security is a share, the latter reaches

three-quarters of the increase decided upon after use, where applicable, of the two aforementioned options.

6) acknowledges that any issuance decision taken in pursuance of this delegation of authority will automatically entail, in favor of holders of securities that confer or may confer equity rights in the Company, a waiver by the shareholders of their preferential right to subscribe for the shares to which such securities may confer rights.

7) delegates to the Board of Directors, with the option to sub-delegate under the conditions set forth by law, in accordance with Article L. 22-10-52, paragraph 1 of the French Commercial Code, its authority to freely set the issue price within the following limits:

- the issue price of the shares will be at least equal to the lower of: (i) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the last three trading sessions preceding the setting of the issue price, or (ii) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the last trading session preceding the setting of the issue price, or (iii) the average price of the share on the Euronext Paris regulated market, weighted by volume, during the trading session when the issue price was set, in all three cases, as the case may be, reduced by a discount not exceeding 10%, after adjustment, where applicable, to take into account any difference in the dates from which shares will bear dividend rights;
- the issue price of the securities giving access to share capital will be such that the amount immediately received by the Company, increased, where applicable, by any further amount that may be received by it at a later date, is, for each Company share issued as a result of the issuance of the aforesaid securities, at least equal to the minimum subscription price defined in the previous paragraph.

8) acknowledges that, in the event that the Board of Directors makes use of the delegation provided for in the preceding paragraph, it shall draw up a supplementary report, certified by the Statutory Auditors, describing the final terms and conditions of the transaction and providing information for assessing the actual impact on the shareholder's situation.

9) resolves that the issue(s) authorized by this resolution may be decided concurrently with an issue(s) decided pursuant to the thirteenth resolution submitted to this Shareholders' Meeting.

10) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

11) decides that the Board of Directors will have all powers, with the right to sub-delegate its authority in accordance with legal provisions and the Company's Articles of Incorporation, to implement this delegation of authority, and notably:

- to decide on the issue of shares and/or securities giving immediate or future access to the capital of the Company or one of its subsidiaries;
- to set the terms and conditions of capital increases and fix the dates, terms and conditions of issues to be performed by virtue of this resolution, to determine the nature, the number and the features of the securities giving access to the Company's share capital, the modes of allocation of shares in the capital to which these securities grant rights and also the dates at which these rights of allocation may be exercised, and to modify their terms and conditions throughout the lifetimes of the said securities in accordance with applicable laws and regulations;
- to set the opening and closing dates for subscriptions, the price, as well as the amount of any premium that may be required on issuance, or, where applicable, reserves, earnings or premiums which can be incorporated into the capital and the dates from which shares will bear dividend rights, the payment terms for the shares and any delays for such payment;
- in the event of the issuance of debt securities, to decide whether they should be subordinated or not (and, if so, their subordination ranking, pursuant to Article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interests or zero-coupon or indexed interests) and provide for any mandatory or optional suspension or non-payment of interest, stipulate their term (fixed or perpetual), the possibility of reducing or increasing their nominal value, and the other terms of issue (including conferring them guarantees or

securities) and redemption (including the delivery of Company assets); where applicable, these securities could provide for the possibility of the Company issuing debt securities (fungible or not) in payment of interest, the payment of which would have been suspended by the Company, or take the form of complex bonds as defined by the stock market authorities (for example, due to their terms of repayment or remuneration or other rights such as indexation or option rights); amend, during the life of the securities concerned, the terms and conditions referred to above, in compliance with the applicable formalities;

- to set, if necessary, the terms and conditions under which the Company can acquire or exchange on the market, at any time or during specified periods, the securities with a view to canceling them or not, in compliance with legal provisions in force;
- to provide for the possibility of suspending the rights attached to shares or securities conferring equity rights in accordance with legal and regulatory provisions;
- to determine and execute all adjustments required to allow for the impact of such transactions on the Company's share capital or equity, notably in the event of a change in the par value of shares, increase of capital by incorporating reserves, earnings or premiums, allocation of free shares, division or grouping of securities, payment of dividends, reserves or premiums, or any other asset, redemption of capital, or any other operation on the share capital (including in the event of a public offering and/or change of control) and to make all other arrangements to preserve, where applicable, the rights of holders of securities giving access to the Company's capital or other rights giving access to the Company's capital, in particular with regard to beneficiaries of share subscription or purchase options or free share allocations (including through cash adjustments);
- to acknowledge the completion of each share capital increase carried out under this delegation of authority, and to amend the Articles of Incorporation accordingly;
- to charge the costs, dues and fees relating to these issues against the corresponding share premiums, and, if it deems appropriate, to deduct from share premium the amounts necessary to bring reserves to one-tenth of the new share capital resulting from each capital increase;
- more generally, to enter into all agreements, take all measures and carry out all formalities required for the issues referred to hereinabove, for admission to trading on a regulated market, and

for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached.

12) acknowledges that, in the event the Board of Directors decides to use the authority delegated in this resolution, the Board of Directors will report it at the next ordinary general shareholders' meeting, in accordance with the law and regulations, on the use made of the authorizations granted in this resolution.

13) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the eighteenth resolution of the Combined General Shareholders' Meeting of May 29, 2024.

DELEGATION OF AUTHORITY 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 INITIAL ISSUE CARRIED OUT IN PURSUANCE OF THE 12TH TO THE 14TH RESOLUTIONS (15TH RESOLUTION)

OBJECTIVE

The **fifteenth resolution** submits for your approval the renewal of the delegation of authority granted to the Board of Directors in 2024, for a period of twenty-six (26) months, in order to **meet excess demand in the context of capital increases decided pursuant to the twelfth to fourteenth resolutions (Green Shoe option)** no later than 30 days of the close of the subscription period and within the limit of 15% of the initial issue.

The nominal amount of the capital increases that may be carried out by virtue of this delegation of authority will be deducted from the nominal limits set forth in the resolution under which the initial issuance was performed, in accordance with the maximum amounts specified in the table on page 63. **Any new shares issued hereunder will be priced at the same level as the initial issue price.**

● FIFTEENTH RESOLUTION

Delegation of authority to the Board of Directors, 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 thirteenth to the fourteenth resolutions put before this Shareholders' Meeting

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and pursuant to Articles L. 225-129-2, L. 225-135-1 and R. 225-118 of the French Commercial Code:

1) delegates to the Board of Directors, for a period of twenty-six months following the date of this Shareholders' Meeting, with the right to sub-delegate in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to decide, at its own discretion, to increase the number of securities to be issued in the event of an increase in the Company's capital, with maintaining or cancelling shareholders' preferential subscription rights, decided in accordance with the twelfth to fourteenth resolutions submitted to this Meeting, within the time limits and restrictions provided for by the regulations applicable on the date of issue (currently within thirty days of the closing of the subscription, up to a limit of 15% of the initial issue and at the same price as that used for the initial issue).

2) decides that the nominal amount of capital increases that may be carried out under this delegation of authority shall be deducted from the ceiling amounts stipulated in the resolution under which the initial issue is carried out or, if applicable, on the amount of the ceilings provided for in resolutions of the same nature that may subsequently replace said resolutions during the period of validity of this delegation.

3) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

4) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the nineteenth resolution of the Combined General Shareholders' Meeting of May 29, 2024.

DELEGATION OF AUTHORITY TO INCREASE THE SHARE CAPITAL BY INCORPORATING RESERVES, EARNINGS, OR PREMIUMS (16TH RESOLUTION)

OBJECTIVE

The **sixteenth resolution** submits for your approval the renewal of the delegation of authority granted to the Board of Directors in 2024, for a period of twenty-six (26) months, **to increase the capital by incorporating reserves, earnings, premiums or other sums, that is to say, without seeking further financial contributions from shareholders.**

This operation may take the form of an issuance of new shares or an increase of the par value of existing shares, within the limits of the maximum amounts set forth in the table on page 63.

● SIXTEENTH RESOLUTION

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

The General Shareholders' Meeting, voting in accordance with the quorum and majority conditions applicable to ordinary general shareholders' meetings, having reviewed the Board of Directors' report, and pursuant to Articles L. 225-129, L. 225-129-2, L. 225-130 and L. 22-10-50 of the French Commercial Code:

1) delegates to the Board of Directors for a period of twenty-six months following the date of this Shareholders' Meeting, with the right to sub-delegate in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to decide, at its own discretion, to increase the share capital on one or more occasions, at the times of its choosing, by incorporating reserves, earnings, premiums or other funds

that may be capitalized by law or in accordance with statutory provisions, by the issue of new shares or the increase of the par value of existing shares, or a combination of these two methods.»

2) decides that the fractional rights will not be negotiable or transferable, and that the shares corresponding thereto will be sold with the proceeds from said sale being allocated to the rights holders in accordance with the legal and regulatory provisions in force.

3) decides that the maximum nominal amount of capital increases that can be carried out by virtue of this delegation of authority is set at thirty million (30,000,000) euro or the equivalent thereof in any other authorized currency or monetary unit set in reference to several currencies. The nominal amount of capital increases carried out in pursuance of this delegation of authority will be set against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amount stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force. To this maximum amount will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to protect the rights of holders of securities that confer equity rights in the Company, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment.

4) confers upon the Board of Directors all powers, with the right to sub-delegate its authority in accordance with legal provisions and the Company's Articles of Incorporation, for the implementation and successful completion of this delegation of authority, and more generally, to enter into all agreements, take all measures and carry out all formalities required for the issues referred to hereinabove, for admission to trading on a regulated market, and for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached, notably:

- to set the amount and nature of the sums to be incorporated into the capital, the number of new capital securities to be issued and/or the amount by which the nominal value of the existing capital securities will be increased, set the date, even retroactive, from which new capital securities will confer equity rights or from which the increase in the nominal value of existing capital shares will take effect;

- to decide that the shares, which will be allocated by virtue of this delegation based on existing shares benefiting from double voting rights, will benefit from this right from their issuance;

- to determine and make any adjustments intended to take into account the impact of transactions on the Company's capital and equity, particularly in the event of a change in the share's nominal value, increase the share capital by incorporation of reserves, earnings or premiums, free allocation of shares, division or consolidation of shares, distribution of dividends, reserves or bonuses or of any other assets, capital amortization, or any other operation relating to the capital or equity (including in the event of a public offer and/or in the event of a change of control), and set in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other preservation methods and set all other methods making it possible to ensure, if necessary, the preservation of the rights of holders of securities giving access to the capital of the Company or of beneficiaries of stock options or purchase of shares or free allocation of shares;
- to record the completion of each capital increase and make the corresponding changes to the Articles of Incorporation.

5) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

6) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the twenty-first resolution of the Combined General Shareholders' Meeting of May 29, 2024.

DELEGATION OF AUTHORITY TO INCREASE THE CAPITAL, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS, IN THE EVENT OF A PUBLIC OFFERING INITIATED BY THE COMPANY (17TH RESOLUTION)

OBJECTIVE

The **seventeenth resolution** submits for your approval the renewal of the delegation of authority granted to the Board of Directors in 2024, for a period of twenty-six (26) months, **to issue financial instruments giving access to the share capital, without preferential subscription rights, as consideration for securities tendered in connection with a public offering initiated by the Company, in France or abroad**, within the limits of the maximum amounts set forth in the table on page 63.

The purpose of this delegation of authority is to enable the Company to carry out external growth operations through a public offering. This allows the company to finance all or part of the acquisition of another company via an exchange of securities without impacting the Groupe's cash position.

SEVENTEENTH 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 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

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and pursuant to Articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-136, L. 22-10-49, L. 22-10-54 and L. 228-91 *et seq.* of the French Commercial Code:

1) delegates to the Board of Directors, for a period of twenty-six months following the date of this Shareholders' Meeting, with the right to sub-delegate in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to decide, at its own discretion, on one or more occasions, in the amounts and at the times of its choosing, in France and

abroad, in euro, in foreign currency or in any unit of account set in reference to several currencies, to issue, against payment or free of charge, with or without a premium, ordinary shares and/or any securities referred to in Articles L. 228-92 paragraph 1 or L. 228-93 paragraph 1 and 3 of the French Commercial Code, and that confer or may confer, immediately or in the future, at any time or at a predetermined date, access, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to ordinary shares in the Company or one of its direct or indirect subsidiaries, as the case may be, in consideration for securities tendered pursuant to any public offering involving an exchange component initiated by the Company with respect to the securities of another company whose shares are admitted to trade on one of the regulated markets referred to in Article L. 22-10-54 of the French Commercial Code, or any other transaction governed by a foreign law (for example, a reverse merger) having the same effect as a public exchange offering initiated by the Company with respect to securities complying with the conditions referred to in Article L. 22-10-54 of the French Commercial Code, and resolves to cancel, in favor of the holders of such securities, shareholders' preferential right to subscribe for such shares or securities to be issued in pursuance of this delegation of authority.

The issuance of preferred shares or securities that confer the right to preferred shares is not allowed.

2) acknowledges that any issuance decision taken in pursuance of this delegation of authority will automatically entail in favor of holders of securities that confer or may confer equity rights in the Company, a waiver by the shareholders of their preferential right to subscribe to the shares to which such securities may confer rights.

3) decides to set the following maximum authorized amounts for capital increases in the event the Board of Directors makes use of this delegation of authority:

- the maximum nominal amount of capital increases that can be carried out by virtue of this delegation of authority is set at ten million (10,000,000) euro, or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, it being specified that this amount will be

set against the total maximum nominal amount of ten million (10,000,000) euro authorized by this Shareholders' Meeting in paragraph 3) of the thirteenth resolution and against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amounts stipulated in resolutions of similar nature that might succeed the aforesaid resolutions whilst this delegation of authority remains in force;

- to this ceiling will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to protect the rights of holders of securities that confer equity rights in the Company, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment.

4) decides that the maximum par value of securities representing debt claims against the Company that may be issued immediately or at a future date by virtue of this resolution is set at one billion two hundred million (1,200,000,000) euro, or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, on the date of the issue decision. Said amount will be set against the total maximum amount of debt securities set forth in paragraph 3) of the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amount of debt securities stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force. This amount will be independent from the amount of debt securities whose issuance is decided or authorized by the Board of Directors under Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code.

5) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

6) decides that the Board of Directors will have all powers, with the right to sub-delegate its authority in accordance with

legal provisions and the Company's Articles of Incorporation, to implement this delegation of authority, and notably:

- to decide on the issue of shares and/or securities giving immediate or future access to the capital of the Company or one of its subsidiaries;
- to draw up the list of securities contributed to the exchange;
- to determine the exchange ratios and, if applicable, the amount of any cash component, and to certify the number of securities tendered pursuant to the exchange;
- to determine the terms and conditions of issuance, specifically the price and dividend entitlement date, which may be retroactive, for new ordinary shares and/or, where applicable, securities giving access to ordinary shares in the Company, whether immediately or at a future date;
- in the event of the issuance of debt securities, to decide whether they should be subordinated or not (and, if so, their subordination ranking, in accordance with the provisions of article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interests or zero-coupon or indexed interests) and provide for any mandatory or optional suspension or non-payment of interest, stipulate their term (fixed or perpetual), the possibility of reducing or increasing their nominal value, and the other terms of issue (including conferring them guarantees or securities) and redemption (including the delivery of Company assets); where applicable, these securities could provide for the possibility of the Company issuing debt securities (fungible or not) in payment of interest, the payment of which would have been suspended by the Company, or take the form of complex bonds as defined by the stock market authorities (for example, due to their terms of repayment or remuneration or other rights such as indexation or option rights); amend, during the life of the securities concerned, the terms and conditions referred to above, in compliance with the applicable formalities;
- to provide the possibility of suspending the rights attached to shares or securities conferring equity rights in accordance with legal and regulatory provisions;
- to determine and make any adjustments to take into account the impact of transactions on the Company's capital and equity, particularly in the event of a change in the share's nominal value, increase the share capital by incorporation of reserves, earnings

or premiums, allocation of free shares, division or consolidation of shares, distribution of dividends, reserves or bonuses or of any other assets, capital amortization, or any other transaction relating to the capital or equity (including in the event of a public offer and/or in the event of a change of control), and set in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other preservation methods and set all other methods making it possible to ensure, if necessary, the preservation of the rights of holders of securities giving access to the Company's capital or other rights giving access to the Company's capital, in particular with regard to beneficiaries of share subscription or purchase options or free share allocations (including through cash adjustments);

- more generally, to take all measures required to successfully complete any authorized transaction, and to acknowledge the completion of each share capital increase carried out, and to amend the Articles of Incorporation accordingly.

7) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the twenty-second resolution of the Combined General Shareholders' Meeting of May 29, 2024.

DELEGATION OF AUTHORITY TO INCREASE THE CAPITAL, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS, TO REMUNERATE THE CONTRIBUTION IN KIND GRANTED TO THE COMPANY, EXCEPT IN THE CASE OF A PUBLIC OFFERING INITIATED BY THE COMPANY (18TH RESOLUTION)

OBJECTIVE

The **eighteenth resolution** submits for your approval the renewal of the delegation of authority granted to the Board of Directors in 2024, for a period of twenty-six (26) months, **to issue, without preferential subscription rights, financial instruments giving access to the Company's share capital or in any of its direct or indirect subsidiaries, as the case may be, to remunerate the contribution in kind granted to the Company, except in the case of a public offering.**

The purpose of this delegation of authority is to provide the Company with the necessary flexibility to carry out external growth transactions by settling all or part of these acquisitions in securities.

This delegation of authority is subject to the limits set forth in the table on page 63.

● EIGHTEENTH 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 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 offering initiated by the Company

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and pursuant to Articles L 225-129 *et seq.* of the French Commercial Code, notably Articles L. 225-129 and L. 225-129-2, and Articles L. 22-10-53 *et L.* 228-91 *et seq.* of the French Commercial Code:

1) delegates to the Board of Directors, for a period of twenty-six months following the date of this Shareholders' Meeting, the authority to decide, at its own discretion, to issue, on one or more occasions, in the proportions and at the times of its choosing, in France and abroad, in euro, in foreign currency or in any unit of account set in reference to several currencies, against payment or free of charge, with or without a premium, ordinary shares and/or securities referred to in Articles L. 228-92 paragraph 1 or L. 228-93 paragraphs 1 and 3 of the French Commercial Code and that confer or may confer, immediately or in the future, at any time or at a predetermined date, access, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to ordinary shares in the Company or one of its direct or indirect subsidiaries as the case may be, or giving entitlement to the allotment of debt securities, which will not exceed 10% of the Company's share capital on the issuance date,

to remunerate the contribution in kind granted to the Company and made up of capital shares and/or securities giving access to capital, when the provisions of Articles L. 22-10-54 *et seq.* of the French Commercial Code do not apply.

The issuance of preferred shares or securities that confer the right to preferred shares is not allowed.

2) sets the following maximum authorized amounts for capital increases in the event the Board of Directors uses this delegation of authority:

- the maximum nominal amount of capital increases that can be carried out by virtue of this delegation of authority is set at ten million (10,000,000) euro in paragraph 3) of the thirteenth resolution put before this Shareholders' Meeting. This amount will be set against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amount stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force;
- to these ceilings will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to protect the rights of holders of securities that confer equity rights in the Company, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment;
- decides that the maximum nominal amount of securities representing debt claims against the Company that may be issued immediately or at a future date by virtue of this resolution is set at one billion two hundred million (1,200,000,000) euro, or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, on the date of the issue decision. Said amount will be set against the total maximum amount of debt securities set forth in paragraph 3) as stipulated in the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amount of debt securities stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force. This amount will be increased,

where applicable, by any above par redemption premium, and be independent of the amount of debt securities issued by decision of or authorization from the Board of Directors under Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code;

3) acknowledges that, in accordance with applicable law, shareholders will have no preferential subscription rights to ordinary shares or securities that may be issued by virtue of this delegation of authority. This delegation entails a waiver by the shareholders of their preferential right to subscribe to Company shares in favor of holders of securities issued that confer or may confer equity rights in the Company.

4) resolves that the Board of Directors will have all powers, with the right to sub-delegate its authority in accordance with legal provisions and the Company's Articles of Incorporation, to carry out these issues and to set the terms and conditions thereof, and notably:

- to determine all capital increases to remunerate the contribution in kind and, where applicable, the power of postponement;
- to determine the list of securities transferred, decide on the report of the Statutory auditors, approve the valuation of the contributions, set the terms and conditions for the issue of shares and/or securities to be issued to remunerate the contribution in kind as well as, if applicable, the amount of the balancing payment to be disbursed, approve special benefits, reduce, provided the contributors agree, the valuation of the contributions or the remuneration of special benefits;
- to determine the nature, form, number, characteristics and terms of the shares and/or securities to be issued to remunerate the contribution in kind;
- to set, if necessary, the terms and conditions for exercising the rights attached to the shares or securities to be issued and, in particular, set, even retroactively, the date from which new shares will bear dividend rights, as well as any other terms and conditions required to carry out the issue;
- to set, if necessary, the terms and conditions under which the Company can acquire or exchange on the market, at any time or during specified periods, the securities with a view to canceling them or not, in compliance with legal provisions in force;

- to provide for the possibility of suspending the rights attached to shares or securities conferring equity rights in accordance with legal and regulatory provisions;
- to determine and execute all adjustments required to allow for the impact of such transactions on the Company's share capital or equity, notably in the event of a change in the par value of shares, increase of capital by incorporating reserves, earnings or premiums, allocation of free shares, securities consolidation or division, payment of dividends, reserves or premiums, or any other asset, redemption of capital, or any other operation on the share capital (including in the event of a public offering and/or change of control) and to make all other arrangements to preserve, where applicable, the rights of holders of securities conferring equity rights in the Company or of the beneficiaries of options to subscribe or acquire shares or the allocation of free shares (including through cash adjustments);
- to charge the costs, dues and fees relating to these issues to the corresponding share premiums and, where applicable, appropriate from this amount the sum required to maintain reserves at one tenth of the new share capital after each issue;
- to acknowledge the completion of each share capital increase carried out under this delegation of authority, and to amend the Articles of Incorporation accordingly;
- more generally, to take all useful and necessary measures, notably entering into agreements, carrying out all formalities required for the issues, admission to trading, and for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached.

5) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

6) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the twenty-third resolution of the Combined General Shareholders' Meeting of May 29, 2024.

DELEGATION OF AUTHORITY TO INCREASE THE CAPITAL, WITHOUT PREFERENTIAL SUBSCRIPTION RIGHTS, THROUGH THE ISSUANCE OF FINANCIAL INSTRUMENTS GIVING ACCESS TO THE CAPITAL TO ONE OR MORE SPECIFICALLY DESIGNATED PERSONS (19TH RESOLUTION)

OBJECTIVE

The **nineteenth resolution** submits for your approval the delegation of authority to the Board of Directors, for a period of eighteen (18) months, **to increase the capital, without preferential subscription rights, in favor of one or more persons to be designated by the Board of Directors at a later date.**

This authority stems from the "*Loi Attractivité*" of June 13, 2024, which was recently supplemented by Decree No. 2025-1198 of December 11, 2025. It allows the Board of Directors to identify and negotiate opportunities that benefit the Groupe's development under the best possible conditions, where appropriate.

The issue price of the shares issued under this delegation will be set by the Board of Directors in accordance with the applicable legislation and regulations when this delegation is exercised. According to the aforementioned decree, as of today, the issue price would be at least equal to the closing price on the last trading day before the Board of Director's decision to exercise the delegation, with a maximum discount of 10%.

This delegation of authority is subject to the limits set forth in the table on page 63.

● NINETEENTH RESOLUTION

Delegation of authority to the Board of Directors, for a period of eighteen months, to decide to issue ordinary shares or securities giving access to ordinary shares in the Company or one of its subsidiaries, without preferential subscription rights, in favor of one or more specifically designated person(s)

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for Extraordinary General Shareholders' Meetings, having reviewed the Board of Directors'

report and the Statutory Auditors' special report, and pursuant to Articles L. 225-129 *et seq.* of the French Commercial Code, notably Articles L. 225-129, L. 225-138 and L. 228-91 *et seq.*, and Article L. 22-10-52-1 of the French Commercial Code:

1) delegates to the Board of Directors, for a period of eighteen months following the date of this Shareholders' Meeting, with the right to sub-delegate in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to decide to issue, on one or more occasions, in the amounts and at the times of its choosing, in France and abroad, in euro, in foreign currency or a unit of account set with reference to several currencies, without shareholders' preferential subscription rights, against payment or free of charge, with or without a premium, ordinary shares and/or securities referred to in Articles L. 228-92 paragraph 1 or L. 228-93 paragraphs 1 and 3 of the French Commercial Code and that confer or may confer by any means, immediately or in the future, at any time or at a predetermined date, access, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to ordinary shares in the Company or one of its direct or indirect subsidiaries (including share capital securities conferring entitlement to the allocation of debt securities), as the case may be, the subscription for which may be paid in cash, by a set off against debts, and/or by incorporating reserves, earnings or premiums.

It should be noted that the issuance of preferred shares or securities that confer the right to preferred shares is not allowed.

2) resolves to cancel the shareholders' preferential subscription rights to the shares and/or securities that may be issued pursuant to this resolution, in favor of one or more specifically designated persons; it being specified that the Board of Directors shall have full powers to designate the person(s) to whom the issue shall be reserved.

3) sets the following maximum authorized amounts for capital increases in the event that the Board of Directors uses this delegation of authority:

- the maximum nominal amount of capital increases that can be carried out by virtue of this delegation of authority is set at

ten million (10,000,000) euro in paragraph 3) of the thirteenth resolution put before this Shareholders' Meeting. This amount will be set against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amount stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force;

- to these ceilings will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to protect the rights of holders of securities that confer equity rights in the Company, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment;

- decides that the maximum nominal amount of securities representing debt claims against the Company that may be issued immediately or at a future date by virtue of this resolution is set at one billion two hundred million (1,200,000,000) euro, or the equivalent thereof in any other currency or in any monetary unit set in reference to several currencies, on the date of the issue decision. Said amount will be set against the total maximum amount of debt securities set forth in paragraph 3) as stipulated in the twelfth resolution put before this Shareholders' Meeting, or, if applicable, set against any total maximum amount of debt securities stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force. This amount will be increased, where applicable, by any above par redemption premium, and be independent of the amount of debt securities issued by decision of or authorization from the Board of Directors under Articles L. 228-36-A, L. 228-40, L. 228-92 paragraph 3 and L. 228-93 paragraph 6 of the French Commercial Code.

4) acknowledges that this delegation entails, in favor of holders of securities that confer equity rights in the Company, a waiver by the shareholders of their preferential subscription rights to subscribe for the shares to which such securities will confer rights, immediately or in the future.

5) decides, in accordance with Article L. 22-10-52-1 paragraph 3 of the French Commercial Code, that:

- the issue price of shares issued directly will be set by the Board of Directors in accordance with the regulations in force on the date on which this delegation is exercised (to date, at least equal to the closing price on the last trading day preceding the Board of Directors' decision to make use of this delegation, possibly reduced by a maximum discount of 10%) after adjustment, if necessary, of this amount to take into account the difference in the date of entitlement;

- the issue price of the securities giving access to the capital and the number of shares to which the conversion, the redemption or, generally, the conversion of each security giving access to the capital may entitle the holder shall be such that the sum immediately received by the Company, plus, where applicable, any sum that may be received by it at a later date, shall be, for each share issued as a result of the issue of such securities, at least equal to the minimum subscription price defined in the previous paragraph.

6) decides that when the subscriptions have not absorbed the entire issue of shares or securities, the Board of Directors may use the powers provided for in Article L. 225-134 of the French Commercial Code, or only some of them, in the order it determines.

7) decides that the Board of Directors may not, unless previously authorized by a general shareholders' meeting, make use of this delegation of authority from the moment a third party makes a public offering for the Company's securities and until expiry of the offering period.

8) decides that the Board of Directors will have all powers, with the right to sub-delegate its authority in accordance with legal provisions and the Company's Articles of Incorporation, to implement this delegation of authority and, notably:

- to decide on the issue of shares and/or securities giving immediate or future access to the capital of the Company or one of its subsidiaries;

- to designate the person(s) for whose benefit the issue is reserved and the number of securities to be subscribed by each of them;

- to set the terms and conditions of capital increases and fix the dates, terms and conditions of issues to be performed by virtue of this resolution, to determine the nature, the number and the

features of the securities giving access to the Company's share capital, the modes of allocation of shares in the capital to which these securities grant rights and also the dates at which these rights of allocation may be exercised, and to amend their terms and conditions throughout the lifetimes of the said securities in accordance with applicable laws and regulations;

- to set the opening and closing dates for subscriptions, the price, as well as the amount of any premium that may be required on issuance, or, where applicable, reserves, earnings or premiums which can be incorporated into the capital and the dates from which shares will bear dividend rights, the payment terms for the shares and any delays for such payment;

- in the event of the issuance of debt securities, to decide whether they should be subordinated or not (and, if so, their subordination ranking, in accordance with the provisions of article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interests or zero-coupon or indexed interests) and provide for any mandatory or optional suspension or non-payment of interest, stipulate their term (fixed or perpetual), the possibility of reducing or increasing their nominal value, and the other terms of issue (including conferring them guarantees or securities) and redemption (including the delivery of Company assets); where applicable, these securities could provide for the possibility of the Company issuing debt securities (fungible or not) in payment of interest, the payment of which would have been suspended by the Company, or take the form of complex bonds as defined by the stock market authorities (for example, due to their terms of repayment or remuneration or other rights such as indexation or option rights); amend, during the life of the securities concerned, the terms and conditions referred to above, in compliance with the applicable formalities;

- to determine the manner in which said shares will be paid up;

- to set, if necessary, the terms and conditions for exercising the rights (where applicable, conversion rights, exchange or redemption rights, including through the transfer of Company assets such as treasury shares or securities already issued by the Company) attached to the shares or securities giving access to the capital to be issued and, in particular, set, even retroactively, the date from which new shares will bear dividend rights, as well as any other terms and conditions required to carry out the capital increase;

- to set, if necessary, the terms and conditions under which the Company can acquire or exchange on the market, at any time or during specified periods, securities issued or to be issued;
 - to provide for the possibility of suspending the rights attached to shares or securities conferring equity rights in accordance with applicable and regulatory provisions;
 - to charge, if deemed appropriate, the costs, taxes and fees incurred by the issuances against the amount of the corresponding share premiums, and to deduct from such amount the sums required to maintain legal reserves at one tenth of the new share capital after each issue;
 - to determine and execute all adjustments required to allow for the impact of such transactions on the Company's share capital or equity, notably in the event of a change in the par value of shares, increase of capital by incorporating reserves, earnings or premiums, allocation of free shares to shareholders, securities consolidation or division, payment of dividends, reserves or premiums, or any other asset, redemption of capital, or any other operation on the share capital (including in the event of a public offering and/or change of control) and to make all other arrangements to preserve, where applicable, the rights of holders of securities giving access to capital or other rights giving access to capital (including through cash adjustments);
 - to acknowledge the completion of each share capital increase carried out under this delegation of authority, and to amend the Articles of Incorporation accordingly;
 - more generally, to enter into all agreements, take all measures and carry out all formalities required for the issues referred to hereinabove, for admission to trading on a regulated market, and for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached.
- 9) acknowledges that, in the event the Board of Directors decides to use the authority delegated in this resolution, the Board of Directors will report it at the next ordinary general shareholders' meeting, in accordance with the law and regulations, on the use made of the authorizations granted in this resolution.

DELEGATION OF AUTHORITY TO CARRY OUT ONE OR MORE CAPITAL INCREASES, WITH PREFERENTIAL SUBSCRIPTION RIGHTS, IN FAVOR OF MEMBERS OF A COMPANY SAVINGS PLAN (20TH RESOLUTION) OR CERTAIN CATEGORIES OF BENEFICIARIES (21ST RESOLUTION)

OBJECTIVE

We submit for your approval the **twentieth** and **twenty-first resolutions** for the delegation of authority granted to the Board of Directors **to carry out capital increases, without preferential subscription rights, in favor of:**

- **Members of one or several savings plans in the Company or one of the Group's French or foreign companies, for a period of twenty-six (26) months (twentieth resolution);**
- **Categories of beneficiaries who do not benefit from the system provided for in the aforementioned twentieth resolution, within the context of employee share ownership plans, for a period of eighteen (18) months (twenty-first resolution).**

The purpose of the **twenty-first resolution** is to allow employees and corporate officers located in countries where it is not possible, for local reasons (regulations, taxes or other circumstances) to transfer shares on a secure basis through a company investment fund (FCPE) and to benefit from share ownership schemes equivalent in terms of economic profile to those available to other Groupe Publicis employees and corporate officers.

The maximum nominal amount of the capital increase that may be carried out under these two delegations of authority will not exceed **2.8 million euro**. This maximum amount will be set against the total maximum amount of **30 million euro**.

If the Board of Directors decides to carry out one or more capital increases pursuant to these authorizations, the subscription price shall be set in accordance with the terms set forth in the resolution. This price will be based on a maximum discount of 30% applied to the average opening

price of the shares over the twenty trading sessions preceding the decision. The Board may reduce or cancel this discount at its discretion.

● TWENTIETH 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

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and pursuant to Articles L. 3332-18 to L. 3332-24 of the French Labor Code and Articles L. 225-129 *et seq.*, L. 225-138, L. 225-138-1, L. 228-91 *et seq.* of the French Commercial Code:

1) delegates its authority to the Board of Directors, for a period of twenty-six months following the date of this Shareholders' Meeting, with right to sub-delegate, in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to increase the share capital, on one or more occasions, in the conditions laid down in articles L. 3332-18 *et seq.* of the French Labor Code, by issuing ordinary shares and/or securities, against payment or free of charge, governed by Articles L. 228-92 paragraph 1 or L. 228-93 paragraphs 1 and 3 of the French Commercial Code, and that confer or may confer by any means, immediately or in the future, at any time or at a predetermined date, access, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to ordinary shares in the Company or in one of its direct or indirect subsidiaries as the case may be, in favor of members of a Company savings plan (or any other plan to members of which or which articles L. 3332-1 *et seq.* of the Labor Code or any similar law or regulation would make it possible to reserve a capital increase under equivalent conditions) and in French or foreign companies affiliated therewith under the conditions of Article L. 225-180 of the French Commercial Code and of Article L. 3344-1 *et seq.* of the French Labor Code. It should be noted

that systems with a leverage effect could be implemented under the terms and conditions of this resolution.

It is specified that the issue of preferred shares as well as the issue of securities giving access to preferred shares is not allowed.

2) resolves that the maximum nominal amount of the capital increases that may be carried out, immediately or in the future, pursuant to this resolution, may not exceed two million eight hundred thousand (2,800,000) euro or its equivalent in any other authorized currency or in a monetary unit established by reference to several currencies (calculated on the date of the decision of the Board of Directors or of its delegate to increase the share capital). This maximum amount will apply to all capital increases that may be carried out pursuant to this resolution and to the twenty-first resolution hereinafter.

It should be noted that:

- to this ceiling will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to preserve the rights of holders of securities that may confer rights to the Company's share capital, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment;
- the maximum nominal amount of capital increases determined, immediately or in the future, in accordance with this resolution will be set against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution put before this Shareholders' meeting, or, if applicable, set against any total maximum amount stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force.

3) resolves that the issue price of the shares issued pursuant to this delegation or the issue price of the securities giving access to the Company's share capital and the number of shares to which the conversion, redemption and, more generally, transformation of each security which may entitle to share capital, shall be determined under the conditions set out in Articles L. 3332-18 *et seq.* of the French Labor Code, by applying a maximum

discount of 30% to the average of the opening prices of the Company shares on the regulated market, Euronext Paris, during the twenty trading days preceding the date of the decision of the Board of Directors (or by 40% when the duration of unavailability provided for by the plan in application of Articles L. 3332-25 and L. 3332-26 of the French Labor Code is greater than, or equal to, ten years), or its delegate, setting the date at which the subscription period will start. However, the General Shareholders' meeting authorizes the Board of Directors, if it deems appropriate, to reduce or eliminate the discount in order to take into account, *inter alia*, legal, accounting, tax and social security laws applicable locally.

4) resolves that, pursuant to Article L. 3332-21 of the French Labor Code, the Board of Directors may also decide to allocate, free of charge, new or existing shares or other securities conferring entitlement to Company shares, whether already issued or to be issued, if applicable, in lieu of the discount, provided that the financial value thereof, assessed with respect to the subscription price, does not exceed the limits imposed by Articles L. 3332-11, L. 3332-12, L. 3332-13 and L. 3332-19 of the French Labor Code and that the features of such other securities conferring entitlement to Company shares are determined by the Board of Directors in accordance with the requirements of applicable regulations.

5) resolves to cancel, in favor of the aforementioned beneficiaries, the shareholders' preferential right to subscribe shares and/or securities that may be issued pursuant to this resolution in favor of the subscribers of a company savings plans, said shareholders also waiving any entitlement to free shares or securities issued pursuant to this delegation of authority.

6) also resolves that, in the event that the beneficiaries have not subscribed to the entire capital increase within the time limit, the capital increase shall only be carried out up to the amount of the subscribed shares, and that the unsubscribed shares may be offered again to the beneficiaries concerned in the context of a subsequent capital increase.

7) authorizes the Board of Directors, under the terms and conditions of this delegation, to transfer shares to members of a company or group savings plan (or similar plan) as provided for in

article L. 3332-24 of the French Labor Code, it being specified that the transfer of shares carried out with a discount in favor of members of a plan or several company savings plans, referred to under this delegation, will be charged up to the nominal amount of the shares thus transferred on the amount of the ceilings referred to in the aforementioned paragraph 2).

8) resolves that the Board of Directors will have all powers, with the right to sub-delegate its authority in accordance with legal provisions and the Company's Articles of Incorporation, to implement this delegation of authority, and notably:

- to decide on the issue of shares and/or securities giving immediate or future access to the capital of the Company or one of its subsidiaries;
- to set the terms and conditions of the capital increases and to fix the dates, terms and conditions of issues to be performed by virtue of this resolution;
- to set the opening and closing dates for subscriptions, the price, the dates from which shares will bear dividend rights, the payment terms for the shares and any delays for such payment;
- to establish, under legal conditions, the list of companies whose beneficiaries indicated above may subscribe to shares or securities conferring access to capital thus issued and, where appropriate, benefit from the shares or securities conferring access to free allocation of capital;
- to decide that subscriptions can be made directly by the beneficiaries, members of a company or group savings plan (or similar plan), or through corporate mutual funds or other organizations or entities permitted by applicable legal and regulatory provisions;
- in the event of the issuance of debt securities, to set all the characteristics and terms and conditions attached to these securities (in particular whether they have a fixed term, are subordinate, and their remuneration) and modify, during the life of these securities, the terms and characteristics referred to above, in compliance with the applicable formalities;
- to provide for the possibility of suspending the rights attached to shares or securities conferring equity rights in accordance with legal and regulatory provisions;
- to determine and make any adjustments intended to take into account the impact of transactions on the Company's capital

and equity, particularly in the event of a change in the share's nominal value, an increase in share capital by incorporation of reserves, earnings or premiums, free allocation of shares, division or consolidation of shares, distribution of dividends, reserves or bonuses or of any other assets, capital amortization, or any other operation relating to the capital or equity (including in the event of a public offer and/or in the event of a change of control), and set in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other preservation methods and set all other methods making it possible to ensure, if necessary, the preservation of the rights of holders of securities conferring access to the capital of the Company or of beneficiaries of stock options or purchase of shares or free allocation of shares;

- in the event of the free allocation of shares or securities conferring access to capital, to determine the nature, the number of shares or securities conferring access to capital, as well as their terms and conditions, and characteristics, the number to be allocated to each beneficiary, and set the dates, deadlines, terms and conditions for the allocation of these shares or securities conferring equity rights within the legal and regulatory limits in force, and in particular choose whether to completely or partially substitute the allocation of these shares or securities conferring equity rights to the discounts with regard to the aforementioned issue price, either to charge the equivalent value of these shares or securities to the total amount of the contribution, or to combine these two possibilities;
- to acknowledge the successful completion of capital increases up to the amount of share capital securities or securities that may confer access to shares that are effectively subscribed for and to amend the Articles of Incorporation accordingly;
- to charge capital increase costs, if applicable, against the share premium raised by these increases and, if it deems appropriate, to deduct from share premium the amounts necessary to bring reserves to one-tenth of the new share capital resulting from each capital increase;
- more generally, to enter into all agreements, take all measures and carry out all formalities useful or necessary for the issues referred to hereinabove, for admission to trading, and for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached.

9) acknowledges that this delegation of authority cancels, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the twentieth resolution of the Combined General Shareholders' meeting of May 27, 2025.

● TWENTY-FIRST RESOLUTION

Delegation of authority to be granted 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

The General Shareholders' Meeting, voting in accordance with the quorum and majority requirements for extraordinary general shareholders' meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, and pursuant to Articles L. 225-129 *et seq.*, and notably Articles L. 225-129-2, L. 225-138 and L. 228-91 *et seq.* of the French Commercial Code:

1) delegates its authority to the Board of Directors, for a period of eighteen months following the date of this Shareholders' Meeting, with the right to sub-delegate, in accordance with legal provisions in force and the Company's Articles of Incorporation, the authority to increase the share capital, on one or more occasions, in the proportions and at the times it sees fit, both in France and abroad, by issuing, against payment or free of charge, ordinary shares and/or any securities governed by Articles L. 228-92 paragraph 1 or L. 228-93 paragraphs 1 and 3 of the French Commercial Code, giving access by any means, immediately or in the future, at any time or on a determined date, by subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, through ordinary shares to be issued by the Company or one of its direct or indirect subsidiaries (including equity securities giving the right to the allocation of debt securities), as the case may be, reserved to persons meeting the characteristics of the categories (or one of the categories) defined hereafter.

2) resolves that the maximum nominal amount of the capital increase that may be carried out, immediately or in the future, pursuant to this resolution may not exceed two million eight hundred thousand (2,800,000) euro or its equivalent in any

other authorized currency or in a monetary unit established by reference to several currencies. This maximum amount will apply to call capital increases that may be carried out pursuant to this resolution and to the aforementioned twentieth resolution.

- to this ceiling will be added, if applicable, the par value of any ordinary shares that may be issued additionally, in the event of new financial transactions, to protect the rights of holders of securities that may confer rights to the Company's share capital, in pursuance of legal and regulatory provisions, and, where applicable, in accordance with contractual provisions referring to other cases requiring adjustment;
- the maximum nominal amount of the capital increases determined, immediately or in the future, in accordance with this resolution will be set against the total maximum amount of thirty million (30,000,000) euro set forth in paragraph 2) of the twelfth resolution put before this Shareholders' meeting, or, if applicable, set against any total maximum amount stipulated in a resolution of similar nature that might succeed the aforesaid resolution whilst this delegation of authority remains in force.

3) resolves to cancel, in favor of the beneficiaries designated below, shareholders' preferential right to subscribe for shares and/or other securities that may be issued in pursuance of this resolution which will also entails a waiver by shareholders of their preferential right to subscribe for the ordinary shares of the Company to which the securities issued in pursuance of this delegation of authority may grant entitlement, and to reserve the right to subscribe to said ordinary shares to the categories of beneficiaries meeting the following criteria:

- a) employees and corporate officers, or some of the aforesaid, of the companies of the Group that are affiliated with the Company, as defined by Article L. 225-180 of the French Commercial Code and by Article L. 3344-1 of the French Labor Code, and whose principal offices are located outside France; and/or
- b) undertakings for Collective Investment in Transferrable Securities (UCITS) or other French or foreign employee shareholding entities, whether or not they are established as a legal entity, that invest in the Company's securities and whose unit holders or shareholders are persons referred to in subsection a) of this paragraph; and/or

c) any bank or bank subsidiary acting at the Company's request for the purpose of setting up a shareholding or savings plan for the benefit of the persons referred to in subsection a) of this paragraph, provided that the subscription by the party authorized pursuant to this resolution enable the employees of foreign subsidiaries to benefit from employee shareholding or savings plans with financial advantages equivalent to those available to other employees of the Group.»

It should be noted that systems with a leverage effect could be implemented under the terms of this resolution.

4) that the issue price of each share in the Company will be set by the Board of Directors applying a maximum discount of 30% on the average opening price of the Company's shares on the regulated Euronext Paris market during the 20 trading days preceding the date of the decision by the Board of Directors, or its delegate, setting the share price for subscription to the capital increase, or, in the event of a capital increase that is concomitant with a capital increase reserved for members of a savings plan, the subscription price for this capital increase (twenty-ninth resolution hereinabove). However, the General Shareholders' meeting authorizes the Board of Directors, if it deems appropriate, to reduce or eliminate the discount in order to take into account, inter alia, legal, accounting, tax and social security laws applicable locally.

5) should be noted that the issuance of preferred shares or securities that confer the right to preferred shares is not allowed.

6) resolves that the Board of Directors shall have all powers (including the power to postpone) which it may in turn delegate, under the conditions laid down by law, to implement this delegation, and notably:

- to decide on the issue of shares and/or securities giving immediate or future access to the capital of the Company or one of its subsidiaries;

- to set the issue date, amount and price of new shares to be issued, as well as all other terms and conditions, including the delays, the conditions of subscription, the date from which shares will bear dividend rights, which may be retroactive, and the manner in which said shares will be paid up;

- to draw up the list of persons, from among the aforementioned categories, benefiting from the suppression of preferential subscription rights, as well as the number of shares to be subscribed by each of these beneficiaries;

- to fix the opening and closing dates for subscription periods;
- to charge capital increase costs, if applicable, against the share premium pertaining to these increases and, if it deems appropriate, to deduct from share premium the amounts necessary to bring reserves to one-tenth of the new share capital resulting from such capital increases;

- to determine and execute all adjustments required to allow for the impact of such transactions on the Company's share capital or equity, notably in the event of a change in the par value of shares, increase of capital by incorporating reserves, earnings or premiums, allocation of free shares, securities consolidation or division, payment of dividends, reserves or premiums, or any other asset, redemption of capital, or any other operation on the share capital (including in the event of a public offering and/or change of control) and to make all other arrangements to preserve, where applicable, the rights of holders of securities giving access to the Company's capital or other rights giving access to the Company's capital, in particular with regard to beneficiaries of share subscription or purchase options or free share allocations (including through cash adjustments);

- to take all necessary measures to carry out the issues;

- to acknowledge the completion of the share capital increase in pursuance of this resolution, to issue the shares and make the corresponding amendments to the Articles of Incorporation, to carry out all formalities, make all necessary declarations and request all authorizations that may prove necessary to successfully complete these issues;

- more generally, to enter into all agreements, take all measures and carry out all formalities required for the issues referred to hereinabove, for admission to trading on a regulated market, and for the financial servicing of the securities issued in pursuance hereof, including the exercise of all rights attached;

7) acknowledges that this delegation of authority, with immediate effect, the unused portion and unexpired term of the authority previously delegated pursuant to the twenty-first resolution of the Combined General Shareholders' Meeting of May 27, 2025.

RESOLUTION WITHIN THE POWERS OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING

POWERS TO CARRY OUT FORMALITIES (22ND RESOLUTION)

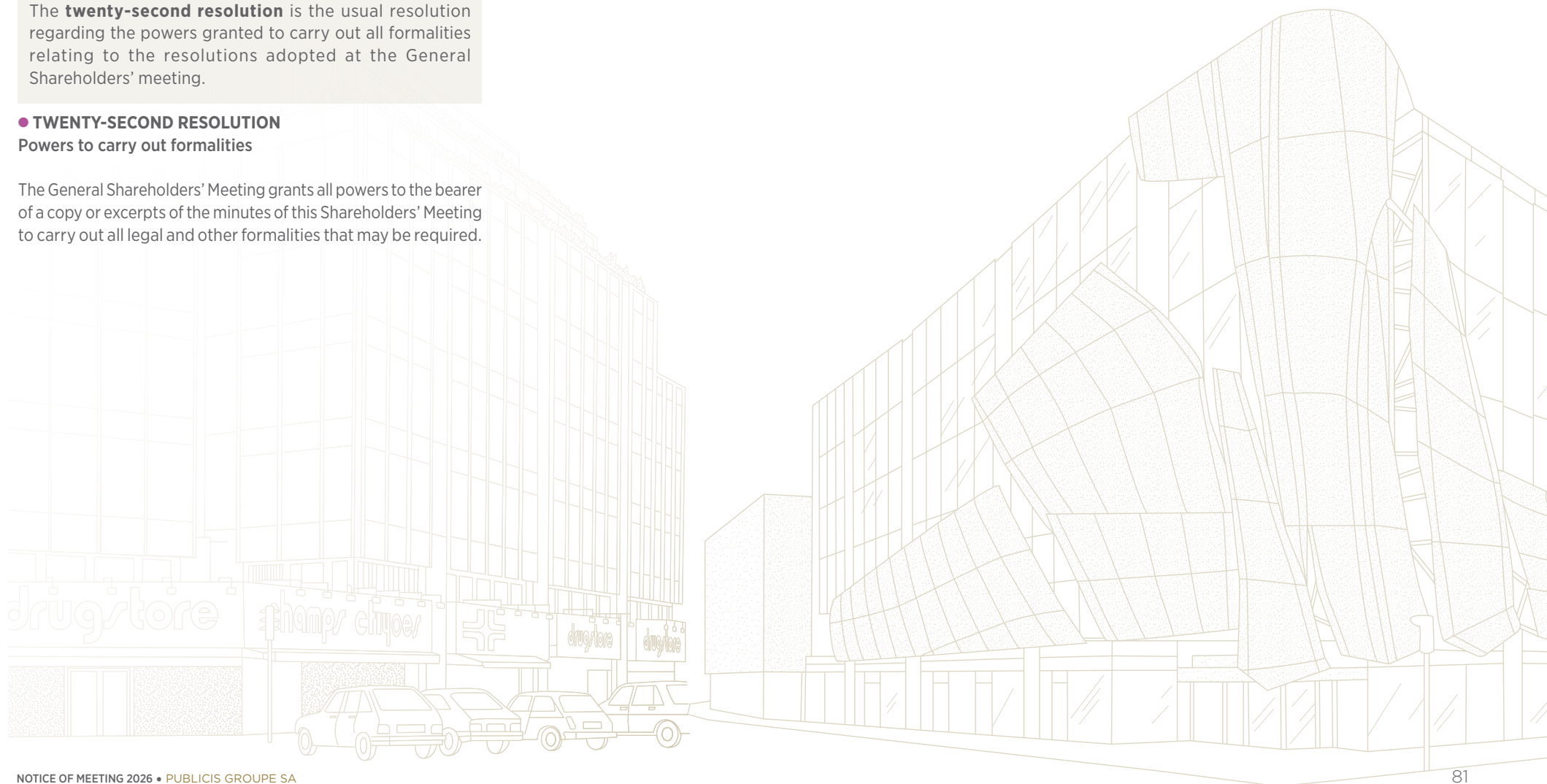
OBJECTIVE

The **twenty-second resolution** is the usual resolution regarding the powers granted to carry out all formalities relating to the resolutions adopted at the General Shareholders' meeting.

● TWENTY-SECOND RESOLUTION

Powers to carry out formalities

The General Shareholders' Meeting grants all powers to the bearer of a copy or excerpts of the minutes of this Shareholders' Meeting to carry out all legal and other formalities that may be required.





REGISTERED SHAREHOLDERS

CHANGES TO NOTICE PROCEDURES: OPT FOR E-CONVOCATION – IT’S SIMPLE, SECURE AND ENVIRONMENTALLY FRIENDLY !

Decree No. 2026-94 of February 13, 2026, regarding the modernisation of procedures for communicating with shareholders, provides that, from July 1, 2026 onwards, registered shareholders will, in principle, receive notice of General Shareholders’ Meetings by email (“e-convocation”).

To make this possible, **providing a valid email address is essential**. Otherwise, you will continue to receive notice by post, in the form and within the time limits provided for by law.

We invite you now to update your details in your shareholder account:

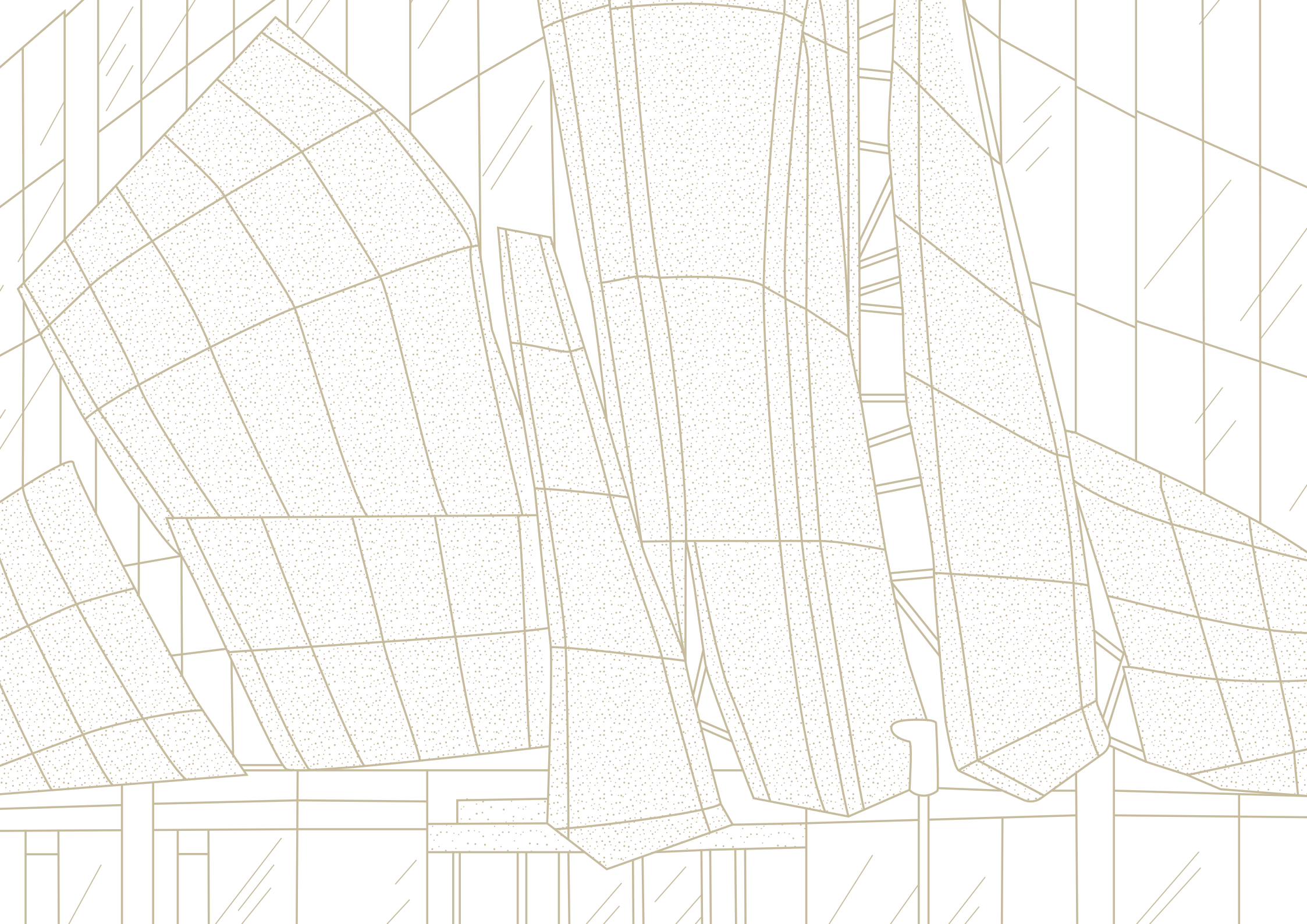
You are...

**pure
registered
shareholder**

1. Log on to the website: <https://www.investors.uptevia.com>.
2. Sign in using your usual username and password.
3. Enter or update your email address under “My profile”, by clicking on “Personal data” and then “Contact details”.
4. Then go to “My settings” and click on the “e-convocation” section in order to opt for this service.
5. Tick the box “Notices of General Shareholders’ Meetings”, then confirm.

**administered
registered
shareholder**

You should contact your bank and ask for your email address to be transmitted to Uptevia.





DOCUMENTS AND INFORMATION REQUEST FORM COMBINED GENERAL SHAREHOLDERS' MEETING OF MAY 27, 2026

Pursuant to Decree No. 2026-94 of February 13, 2026, regarding the modernisation of procedures for communicating with shareholders, the documents referred to in Article R. 225-83 of the French Commercial Code will no longer be sent by post where they are made available on the Company's website.

www.publicisgroupe.com/en/investors/shareholder/general-shareholders-meeting

I the undersigned: Mr. Mrs.

Surname Given names

Address

Postal code City/State

CountryHolderof shares⁽¹⁾

hereby request to receive at the above address, in connection with the General Shareholders' Meeting, the documents and information referred to in Article R. 225-83 of the French Commercial Code, except for those available online on Publicis' website.

Signed at (place) on / / 2026

Signature :

Please return to:

Publicis Groupe, Service Relations Investisseurs, 133 avenue des Champs-Élysées, 75008 Paris, France

(1) Shareholders holding their shares in bearer form must enclose with their request a certificate of share ownership issued by their financial intermediary.

Joint stock company with a Board of Directors with a share capital of €101,724,744
Head Office: 133, avenue des Champs-Élysées, 75008 Paris, France
542 080 601 RCS Paris, SIRET 542 080 601 00017, APE 7010Z, Tel. + 33 (0)1 44 43 70 00





Created by: Publicis Consultants

“A Lion Never Gives Up” – Publicis Conseil: Global CEO/CCO Leo – CEO/CCO Publicis Conseil – **CCO Publicis Groupe France:** Marco Venturelli, Agathe Bousquet – President of Publicis Groupe France and President of Publicis Conseil, Alexis Ben Behe – Executive Creative Director **Maud Robaglia** – Creation Director/Gurvan Prioul – Creative & UX Design Director Hamza Ben Maadoun – Junior Art Director
Production: Prodigious Paris: CEO Prodigious: Christopher Thierry – Managing Director Prodigious: Caroline Petrucelli – Executive Producer: Yann Dubois – Post-Producer: Cédric Herbet – VFX Creative Director: Nico Vogel
Director of Photography (DOP): Nicolas Loir – Sound Recording Engineer (Cinema): Damien Perrolaz – Head of Production: Marie Caron – Sound: Prodigious – Sound Producer: Martin Sumeire – Mix & Sound Design: KOUZ
Documentary “The future is Publicis’ business”: – Directed by Stanislas Valroff – Produced by Eddy Story – Filmed at Prodigious XR Studio – Page 50: Anton Porkin/Getty Images



PUBLICIS GROUPE SA

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