

# Press release



# 10/30/13



## Adjustment to the Exchange Ratio of the OCEANE and Confirmation of the Exercise Period

Holders of Publicis bonds convertible into new shares or exchangeable into existing shares maturing in 2018 (“**OCEANE**”) (ISIN Code : FR0000180127) are informed that, with regard to the share of distributions paid out of premiums of the Company since the issuance of the OCEANE, and according to the provisions of paragraph 2.6.7.3 (4) of the information memorandum (*note d’opération*) (COB visa no. 02-020 of 10 January 2002, the “**Information Memorandum**”), the exchange ratio of the OCEANE (the “**Exchange Ratio**”) is adjusted from 1.000 Publicis share to 1.015 Publicis shares per OCEANE (rounded up or down to the nearest third decimal place).

Pursuant to paragraph 2.6.7.5 of the Information Memorandum, where the number of Publicis shares derived in respect of the OCEANE upon application of the Exchange Ratio does not result in a whole number, a holder of OCEANE may request delivery of either:

- such number of Publicis shares rounded down to the nearest whole number, in which case such holder will be paid an amount in cash equal to the value of the fractional share calculated based on the opening trading price quoted on Euronext Paris for the last trading day of the Exercise Period during which the Company’s shares are listed; or
- such number of Publicis shares rounded up to the nearest whole number, on condition that such holder pays to the Company an amount in cash equal to the value of the fractional share requested, calculated on the basis provided above.

It should be noted that pursuant to the provisions of paragraph 2.6.3 of the Information Memorandum, the OCEANE may be converted/ exchanged at any time commencing on the Settlement Date, i.e. 18 January 2002, and until the 7<sup>th</sup> business day preceding the Maturity Date, i.e. 18 January 2018.

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