

## COMBINED GENERAL SHAREHOLDERS' MEETING

May 30, 2018 – **Publicis Groupe's [Euronext Paris: FR0000130577, CAC40]** Combined General Shareholders' Meeting took place today, chaired by Maurice Levy, Chair of the Supervisory Board. Shareholders attendance was particularly high, with nearly 70% of capital present or represented. Maurice Lévy, Chair of the Supervisory Board, paid tribute to Mrs. Élisabeth Badinter who chaired the Supervisory Board of Publicis Groupe for 20 years, and underlined the excellent choice by the Supervisory Board of Arthur Sadoun to succeed him as Chair of the Management Board.

Highlights of the year 2017 and the Groupe's strategy were presented by Arthur Sadoun, Chairman & CEO. All of the resolutions submitted to the shareholders' vote were adopted. The shareholders' meeting declared a dividend of €2.00 per share up 8.1% year-on-year, with shareholders being granted the option to receive payment of the dividend either in cash or in new shares. The option for payment of the dividend in shares must be exercised between June 6 and June 26, 2018 inclusive. The issue price of shares distributed as dividends was set at 56.50 euros per share. The ex-dividend date was set at June 6, 2018. Payment of dividends in cash and in delivery of new shares will be made on July 4, 2018.

Maurice Lévy, Chair of the Supervisory Board, said: *"I want to thank our shareholders for their support of the strategy and the resolutions proposed, all of which were approved by a large majority. Our Groupe has demonstrated an organized and smooth succession and an acceleration of its strategic plan. The Supervisory Board is convinced the choices made by the Management Board and its Chair are winning for all stakeholders."*

Members of the Supervisory Board Claudine Bienaimé and Michel Cicurel, whose terms of office have expired, decided not to seek reelection. They joined Publicis Groupe's Supervisory Board in 2008 and 1999 respectively. They accompanied the Groupe throughout its expansion, internationally and in the digital and technology fields. The Supervisory Board would like to express its heartfelt gratitude to them for their full commitment throughout these years and their meaningful and rigorous collaboration.



The Supervisory Board welcomes a new independent member: Cherie Nursalim. Indonesian citizen, Cherie is Chair of Three on the Bund and Vice-Chair of GITI Group. She also chairs the United Nation Global Initiative for a Sustainable Development Solutions Network for South-East Asia. She is a member of the management boards of the University of Indonesia Research Center for Climate Change and the Singapore Science Center, and also the executive board of the International Chamber of Commerce. Her mandate has a 4-year duration. She brings her expertise in corporate social responsibility as well as her deep knowledge of Asia, to enrich the Supervisory Board's capabilities

Following the renewal of the expiring mandate of Élisabeth Badinter, the Supervisory Board now has 12 members, including one member representing employees. The Supervisory Board is made of 55% of women (6 out of 11) <sup>(1)</sup> and of 45% of foreign nationals (5 out of 11) <sup>(1)</sup>. Improving the independence of the Supervisory Board is a permanent objective for the Groupe. Publicis Groupe confirms its commitment to reach the level of 50% of independent Supervisory Board members at the AGM of 2019 (compared with 45% <sup>(1)</sup> today)

Strengthened in expertise and diversity, the Board now comprises: Élisabeth Badinter (Vice-Chair), Sophie Dulac, Marie-Josée Kravis, Marie-Claude Mayer, Véronique Morali and Cherie Nursalim, as well as Maurice Lévy (Chair), Simon Badinter, Jean Charest, Thomas H. Glocer, André Kudelski and Pierre Pénicaud (representing the Groupe's employees).

During the Board meeting that took place after the AGM, the Supervisory Board approved the composition of the Committees of the Board: the Nomination Committee with Élisabeth Badinter (President), Jean Charest, Marie-Josée Kravis, André Kudelski and Maurice Lévy; the Compensation Committee with André Kudelski (President), Véronique Morali, Cherie Nursalim, Thomas H. Glocer and Maurice Lévy; the Audit Committee with Jean Charest (President), Véronique Morali and André Kudelski; and the Strategy & Risk Committee with Marie-Josée Kravis (President), Élisabeth Badinter, Marie-Claude Mayer, Thomas H. Glocer, Maurice Lévy and Pierre Pénicaud. In order to benefit from their experiences accumulated over the years, Claudine Bienaimé has been appointed expert on the Audit Committee and Michel Cicurel has been appointed expert on the Compensation Committee.

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<sup>1</sup> Pursuant to the law, the members of the Board representing employees are not taken into account for the calculation of percentages



### About Publicis Groupe - The Power of One

Publicis Groupe [Euronext Paris FR0000130577, CAC 40] is a global leader in marketing, communication, and digital transformation, driven through the alchemy of creativity and technology. Publicis Groupe offers its clients seamless access to its tools and expertise through modular offering. Publicis Groupe is organized across four Solutions hubs: **Publicis Communications** (Publicis Worldwide, Saatchi & Saatchi, Leo Burnett, BBH, Marcel, Fallon, MSL, Prodigious), **Publicis Media** (Starcom, Zenith, Spark Foundry, Blue 449, Performics, Digitas), **Publicis.Sapient** (SapientRazorfish & Sapient Consulting) and **Publicis Health**. These 4 Solution hubs operate across principal markets, and are carried across all others by **Publicis One**, a fully integrated service offering bringing together the Groupe's expertise under one roof. Present in over 100 countries, Publicis Groupe employs nearly 80,000 professionals.

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