



PUBLICIS GROUPE

PRESS RELEASE

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PUBLICIS GROUPE TO ACQUIRE PIXELPARK AG, GERMANY'S LARGEST INDEPENDENT DIGITAL GROUP, VIA A FRIENDLY TAKEOVER BID FOR EUR 1.70 PER SHARE

Paris, January 26, 2012 – Publicis Groupe (EURONEXT PARIS: FR0000130577) announced today its intention to launch a friendly public tender offer for all outstanding shares of Pixelpark AG -- Germany's largest independent digital communications group in terms of billings, according to the Bundesverband Digitale Wirtschaft (Federal Association of the Digital Economy). Pixelpark will retain its name and fold into the Publicis Worldwide network.

Headquartered in Berlin and with offices in Hamburg, Cologne, Bielefeld, Barcelona and Zurich, Pixelpark currently employs some 370 digital professionals, operating the Pixelpark, Elephant Seven and Yellow Tomato agencies. Founded in 1991, Pixelpark merged with Elephant Seven in 2007 to form a full-service interactive group with core expertise ranging from creative to digital brand management, consulting, content management, social media, mobile, end to end eBusiness solutions, performance marketing, display and tracking & analytics. It services leading clients such as Daimler, Deutsche Post, Dräger, Lufthansa and Sparkasse (banking). In the first half of 2011, Pixelpark underwent successful restructuring and achieved revenue of EUR 16.4 million, up 27% from the equivalent period in 2010.

"As of today we have already secured 56.51% of the shares in Pixelpark, and we very much look forward to expanding our shareholding", said Publicis Groupe Chairman & CEO Maurice Lévy. "Publicis Groupe is the leader in digital communication worldwide, and the German market is very important to us. By integrating Pixelpark, which is the leader in digital communication in Germany, we're strengthening our global presence in this sector and ensuring that our clients can benefit from the best possible work, in Germany and internationally."

Publicis Groupe's public tender offer has the full support of the Management Board and the Supervisory Board of Pixelpark AG. *"The combination of Pixelpark with Publicis Groupe's global reach and its core strategic priority on digital offers compelling opportunities for us to grow further in Germany", commented CEO Horst Wagner. "We strongly feel that it is in the best interests of our group, our clients, our employees and our shareholders. The price offered to the shareholders is fair."*

The tender offer will be conducted through Publicis Groupe's German wholly-owned subsidiary MMS Germany Holdings GmbH (MMS), registered in the Commercial Register of the Local Court of Düsseldorf under HRB 50291. MMS will offer the shareholders of Pixelpark (ISIN DE000A1KRMK3) a cash payment of EUR 1.70 as consideration for their no-par value bearer shares. This represents a premium of approximately 28% above the estimated weighted average



stock exchange price of Pixelpark shares (EUR 1.33) during the last three months as of January 20, 2012. The offer period is expected to commence mid February 2012.

To date, shareholders of Pixelpark have committed to sell Pixelpark shares to MMS corresponding to 56.51% of the registered share capital and of the voting rights in Pixelpark.

The offer will presumably be conditional, inter alia, on the acquisition by MMS of at least 75% of Pixelpark's current registered share capital. Additionally, MMS' acquisition of a majority of Pixelpark shares must be approved by the German Federal Cartel Office.

Important information

This announcement contains forward-looking statements. Forward-looking statements are statements that do not describe past facts, but also such statements regarding assumptions and expectations as well as the underlying assumptions. These statements are based on the planning, estimates and forecasts currently available to the management of Publicis Groupe S.A. Forward-looking statements are thus only related to the date on which they are made. No obligation will be assumed to revise such statements in light of new information or future events. Forward-looking statements harbor risks and uncertainties by nature. A number of important factors may lead to the fact that actual results differ substantially from such forward-looking statements.

This announcement is neither an offer to purchase nor a solicitation to offer to sell shares in Pixelpark. The terms of the offer and its acceptance will be based exclusively on the offer document to be published on the Internet under [www.publicis-pixelpark.com]. As the offer as well as all other related documents will contain important information, holders of shares in Pixelpark are strongly advised to read these documents as soon as they will have been published.

As the shares in Pixelpark AG are exclusively listed on the Entry Standard of the Open Market (*Freiverkehr*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*), the provisions of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz: WpÜG*) and the regulations issued in connection therewith do not apply to the offer, the offer document and all associated declarations, notices and legal acts.

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About Publicis Groupe

Publicis Groupe [Euronext Paris FR0000130577, part of the CAC 40 index] is the third largest communications group in the world, offering the full range of services and skills: digital and traditional advertising, public affairs and events, media buying and specialized communication. Its major networks are Leo Burnett, MSLGROUP, PHCG (Publicis Healthcare Communications Group), Publicis Worldwide, Rosetta and Saatchi & Saatchi. VivaKi, the Groupe's media and digital accelerator, includes Digitas, Razorfish, Starcom MediaVest Group and ZenithOptimedia. Present in 104 countries, the Groupe employs 50,000 professionals.

Web: www.publicisgroupe.com | **Twitter:** [@PublicisGroupe](https://twitter.com/PublicisGroupe) | **Facebook:** www.facebook.com/publicisgroupe

About Pixelpark

Pixelpark is Germany's largest independent interactive service provider. With the brands Yellow Tomato, Elephant Seven and Pixelpark we have developed creative and value-enhancing communication and eBusiness solutions for about 20 years. About 370 employees in Berlin, Hamburg, Cologne, Bielefeld, Barcelona and Zurich are proud to be working for clients such as Adidas, Allianz, the Bundesministerium der Finanzen (BMF), the Bundesministerium für Wirtschaft und Technologie (BMWi), Boehringer Ingelheim, Coca-Cola, Daimler AG, Deutsche Post DHL, Drägerwerk AG & Co. KGaA, Energie Baden-Württemberg AG (EnBW), Deutsche Lufthansa AG, Mercedes-Benz, Montblanc, Reifen Center GmbH, RTL, Sparkasse, WGZ BANK, Zweites Deutsche Fernsehen (ZDF) and many more. www.pixelpark.com

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