

ANNUAL RESULTS

2012



DISCLAIMER

This presentation contains forward-looking statements. The use of the words "aim(s)", "expect(s)", "feel(s)", "will", "may", "believe(s)", "anticipate(s)" and similar expressions in this presentation are intended to identify those statements as forward-looking. Forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those projected. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. Other than as required by applicable securities laws, Publicis Groupe undertakes no obligation to publish revised forward-looking statements to reflect events or circumstances after the date of this presentation or to reflect the occurrence of unanticipated events. Publicis Groupe urges you to review and consider carefully the various disclosures it has made concerning the factors that may affect its business, including the disclosures made under the caption "Risk Factors" in the 2012 Registration Document filed with the French financial markets authority (AMF).

PUBLICIS GROUPE IN 2012

Revenue	€6,610 M	+ 13.7%
Organic Growth		+ 2.9%
Operating margin <i>% of revenue</i>	€1,064 M 16.1%	+ 14.3%
Net Income	€737 M	+ 22.8%
EPS*	€3.36	+ 27.3%
Free Cash Flow**	€759 M	+ 7.8%

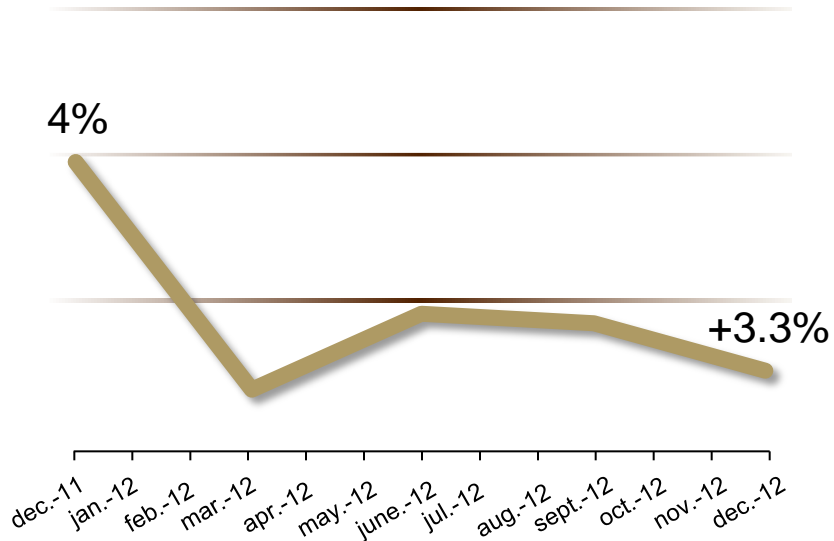
* Diluted EPS

** Free Cash Flow (before change in WCR)

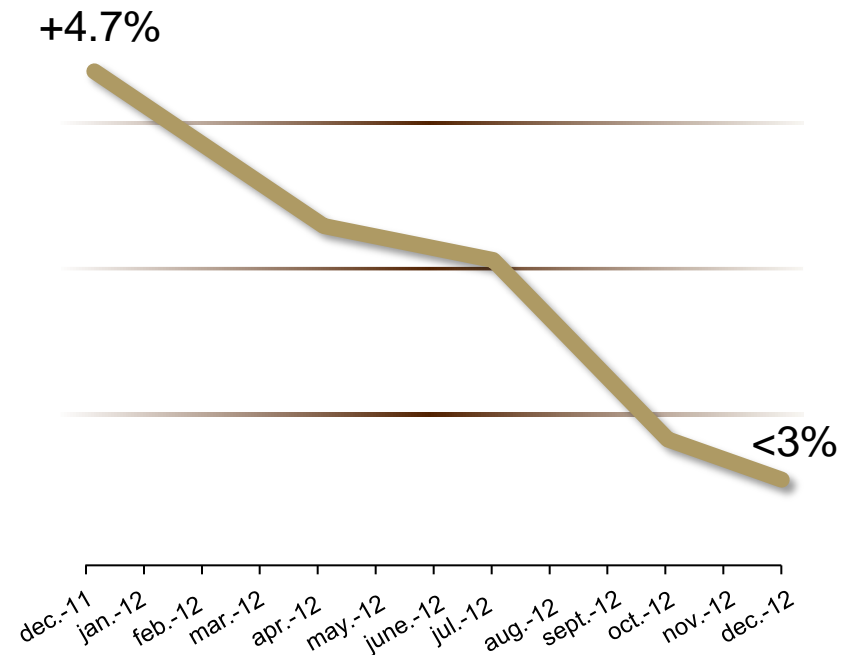
CONTEXT 2012

Forecasts dropped throughout the year

> GDP- IMF 2012



> Adspend*



* ZenithOptimedia

Net New Business 2012

USD 3.5 billion

PUBLICIS GROUPE NEW BUSINESS



FINANCIAL RESULTS



REVENUE Q4 2012 BY GEOGRAPHY

(EUR million)	Q4 2012	Q4 2011	Q4 Organic Growth	Q4 2012 vs Q4 2011
Europe (*)	573	524	+0.8%	+9.4%
North America	834	764	+3.7%	+9.2%
BRIC + MISSAT (**)	287	222	+13.0%	+29.3%
RoW	205	187	+2.8%	+9.6%
Total	1,899	1,697	+3.9%	+11.9%

(*) Europe excluding Russia and Turkey

(**) MISSAT includes Mexico, Indonesia, Singapore, South Africa, Turkey

REVENUE 2012 BY GEOGRAPHY

(EUR million)	2012	2011	2012 Organic Growth	Var. 2012 vs 2011
Europe (*)	1,881	1,782	-0.3%	+5.6%
North America	3,146	2,721	+3.0%	+15.6%
BRIC + MISSAT (**)	892	706	+10.1%	+26.3%
RoW	691	607	+3.5%	+13.8%
Total	6,610	5,816	+2.9%	+13.7%

(*) Europe excluding Russia and Turkey

(**) MISSAT includes Mexico, Indonesia, Singapore, South Africa, Turkey

2012 REVENUE IN \$M

> 2012

> 2011

Q4

2,460

2,298

FY

8,494

8,086

DIGITAL ACTIVITIES

	> 2011	> 2012
% of Group revenue	30.6%	32.9%
EUR Million	€1,782 M	€2,174 M

Organic Growth **+6.6%**

DIGITAL ACTIVITIES BY GEOGRAPHY

	% of digital revenue	Organic growth
North America	48.6%	5.1%
Europe	23.1%	6.0%
Asia Pacific	15.6%	18.0%
Latin America	8.0%	36.8%
Middle East & Africa	10.9%	30.6%
Total	32.9%	6.6%

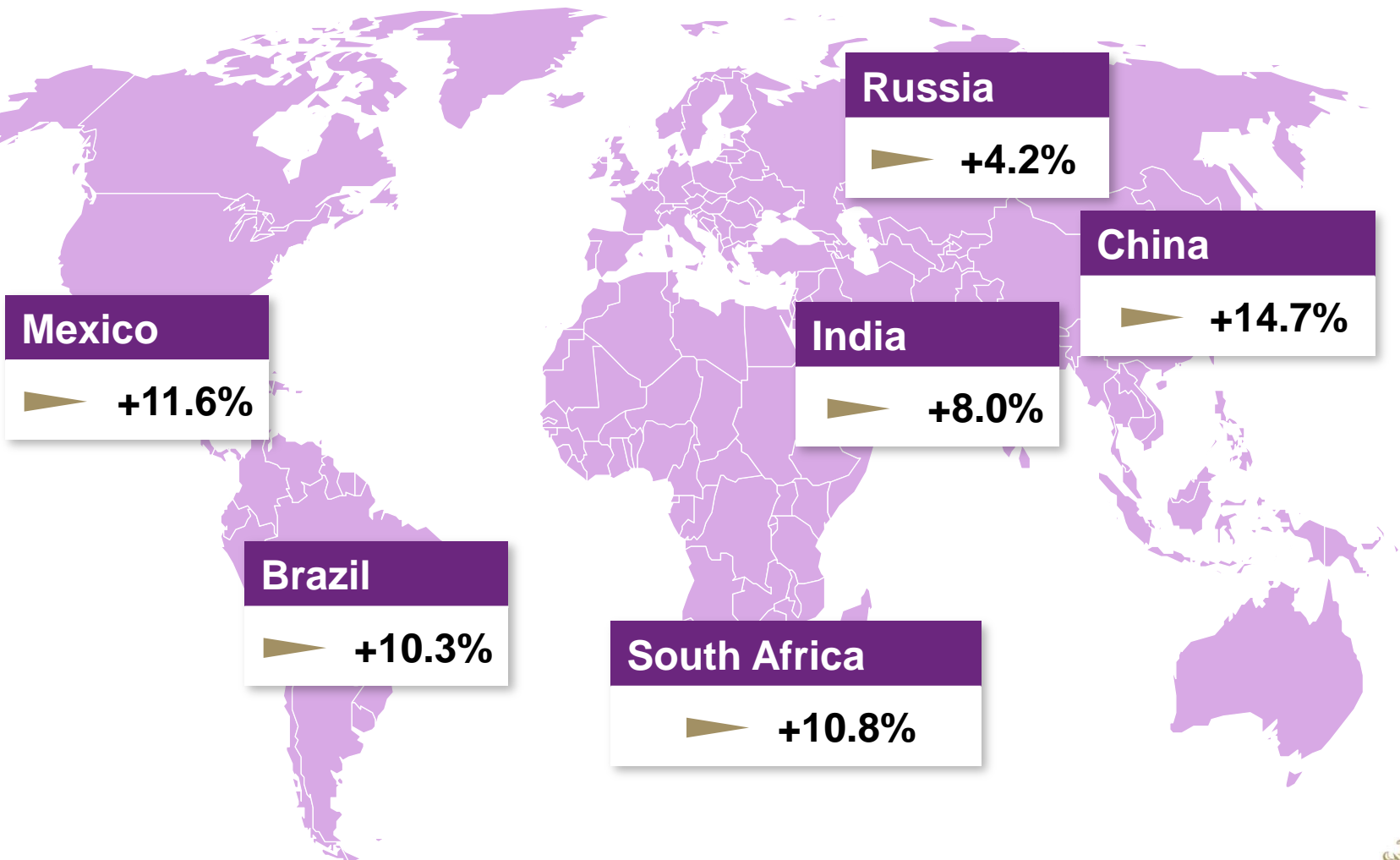
FAST GROWING COUNTRIES

	> 2011	> 2012
% of Group revenue	24.3%	25.5%
EUR Million	€1,416 M	€1,689 M

Organic Growth **+6.6%**

ORGANIC GROWTH 2012

BRIC & MISSAT



CONSOLIDATED INCOME STATEMENT

(EUR million)	2012	2011	Var. '12 / '11
Revenue	6,610	5,816	+13.7%
EBITDA ⁽¹⁾	1,190	1,034	+15.1%
Operating margin	1,064	931	+14.3%
<i>as % of revenue</i>	16.1%	16.0%	
Amortization of intangibles arising on acquisitions	(45)	(38)	
Impairment	(11)	0	
Non current income (expense)	39	21	
Operating income	1,047	914	+14.6%
Net financial costs	(26)	(54)	
Income taxes	(282)	(248)	
Associates	25	17	
Minority interests	(27)	(29)	
Group net income	737	600	+22.8%

(1) EBITDA: operating margin before depreciation and amortization

OPERATING MARGIN

(EUR million)	2012	2011
Revenue	6,610	5,816
Personnel costs	(4,076)	(3,615)
Other operating expenses	(1,344)	(1,167)
Depreciation	(126)	(103)
Operating margin	1,064	931
	16.1%	16.0%

NET FINANCIAL COSTS

(EUR million)	2012	2011	Var. '12 / '11
Eurobond 2012 and 2015 ⁽¹⁾	(6)	(18)	12
Oceane 2014 and 2018 ⁽²⁾	(25)	(42)	17
Oranes	(2)	(2)	-
Interest on bank debt	(19)	(16)	(3)
Financial charges on bonds and bank debt (a)	(52)	(78)	26
Interest income on cash and cash equivalents ⁽³⁾ (b)	24	33	(9)
Total (a) + (b)	(28)	(45)	17
Financial income linked to the extinction of the Eurobond 2012 debt (non cash)	17	-	17
Other financial expenses ⁽⁴⁾	(15)	(9)	(6)
Net financial costs	(26)	(54)	28

(1) Eurobond 2012: fully reimbursed in January 2012.

(2) Oceane 2014: Call exercised in June 2012 (99.95% of the bonds converted before 30 July 2012).

(3) Decrease in interest income mainly due to the decrease of interest rate principally on Euro (capitalized EONIA average rate 0.23% in 2012 vs 0.84% in 2011).

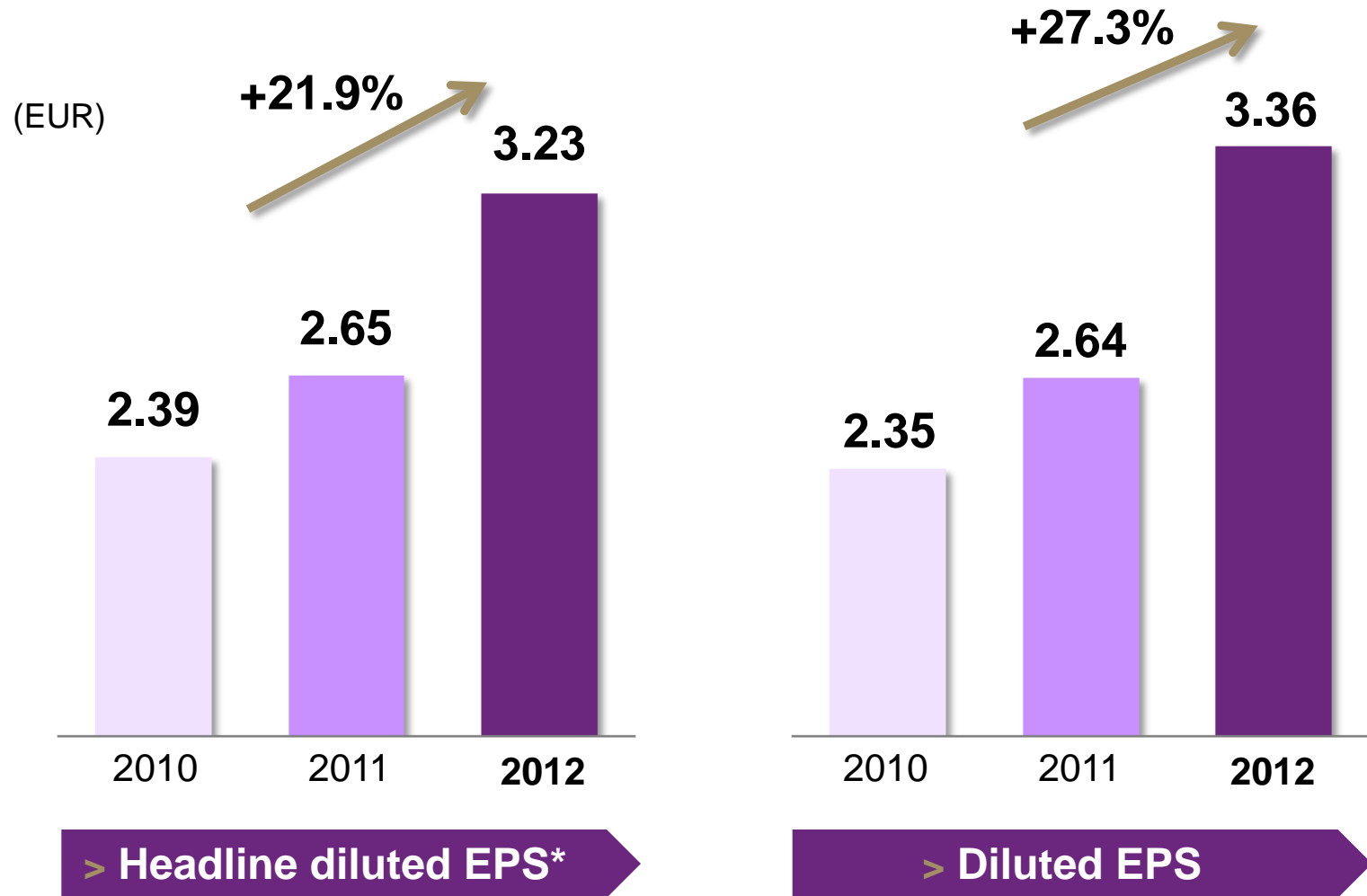
(4) Includes: Interest on finance lease, Earn Out Revaluation, Interest on discounted Earn Out Debt, foreign exchange gain/(loss), provision on financial assets, dividends outside the Groupe and interest on long term provisions.

EFFECTIVE TAX RATE

	2012		2011	
	(€M)	%	(€M)	%
Income taxes	282	28.8%	248	28.8%

NB: Taxes paid in US and France increased by €31 M due to new tax rules

EARNINGS PER SHARE



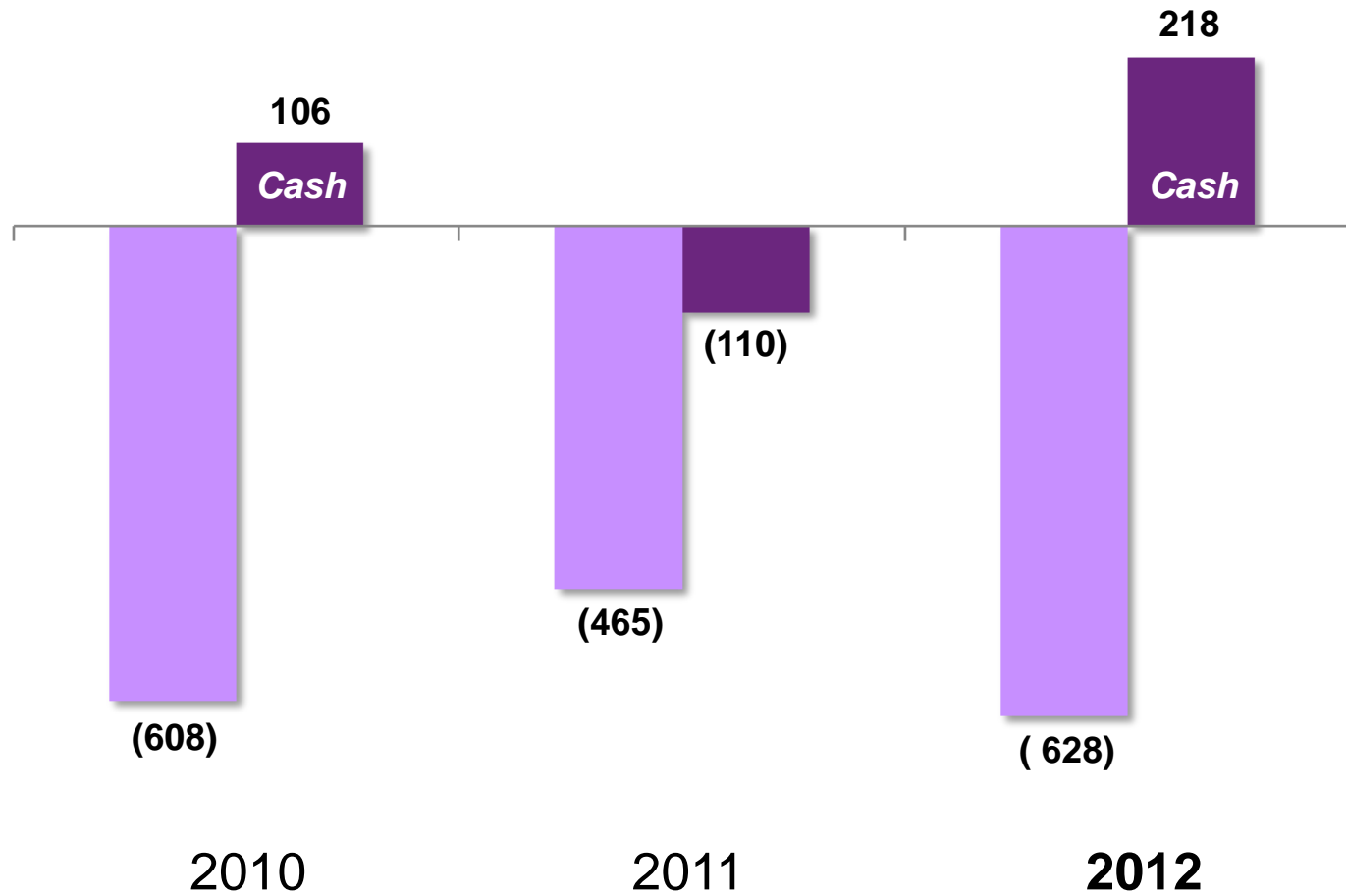
* After elimination of impairment charge, amortization on intangibles arising on acquisition, main capital /remeasurement gains (losses) (including mainly BBH takeover), and earn out revaluation

BALANCE SHEET AT 31 DECEMBER 2012

(EUR million)	2012	2011
Goodwill and intangibles	6,649	6,192
Other fixed assets	771	651
Current and deferred tax	(91)	(141)
Working capital	(2,259)	(2,038)
Total	5,070	4,664
Group equity	4,613	3,898
Minority interests	44	33
Equity	4,657	3,931
Provisions for risk & charges	631	623
Net (cash) debt	(218)	110
Total	5,070	4,664
Net Debt/Equity Ratio	cash positive	0.03

NET DEBT

- Average Net Debt in €m
- Net Debt in €M (December 31)



FREE CASH FLOW

(EUR million)	2012	2011	2010	2009
EBITDA ⁽¹⁾	1,190	1,034	967	772
Interests paid	(37)	(51)	(60)	(59)
Tax paid	(306)	(212)	(219)	(157)
Other items	32	45	36	32
Cash flows from operations before change in WCR	879	816	724	588
Investments ⁽²⁾ (Capex), net of proceeds	(120)	(112)	(78)	(64)
Free Cash Flow before change in WCR	759	704	646	524

+7.8%

(1) EBITDA: operating margin before depreciation and amortization

(2) Acquisition of tangible and intangible fixed assets net, excluding the purchase of investments and other financial assets net

USE OF CASH

(EUR million)	2012	2011	2010	2009
Free Cash Flow before change in WCR	759	704	646	524
Change in WC	153	73	287	59
Acquisitions (net of disposals)	(454)	(599)	(123)	(193)
Earn-out	(45)	(87)	(39)	(71)
Buy-out	(30)	(12)	(7)	(23)
Dividends paid	(150)	(143)	(128)	(133)
Share buy-back	(644)	-	(291)	-
Sales of Treasury shares due to exercise of stock options	78	51	93	5
Non-cash impact on Net Debt	661	(203)	61	115
Variation of Net Debt	328	(216)	499	283

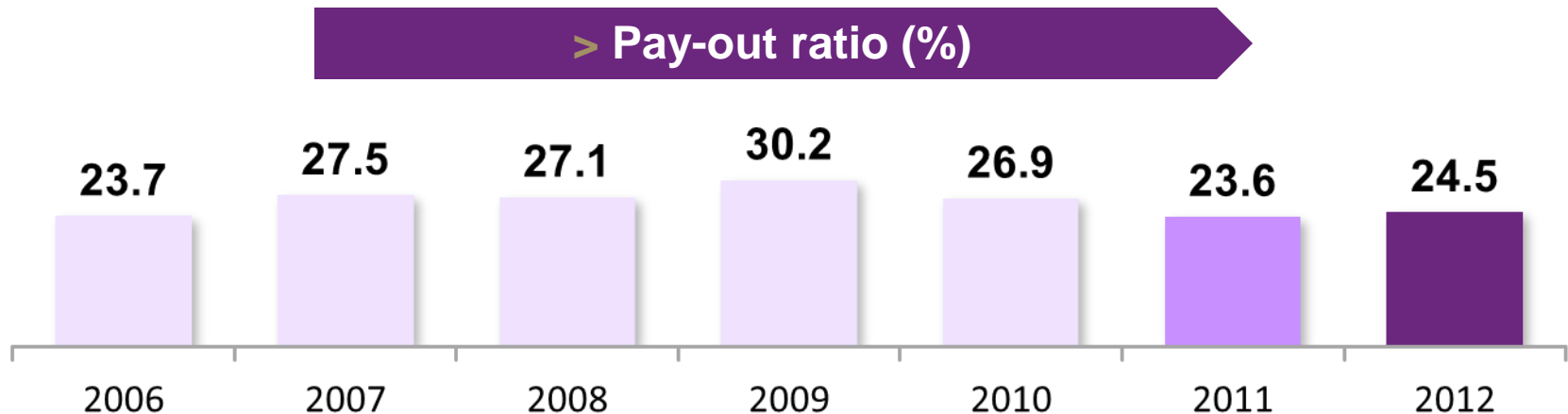
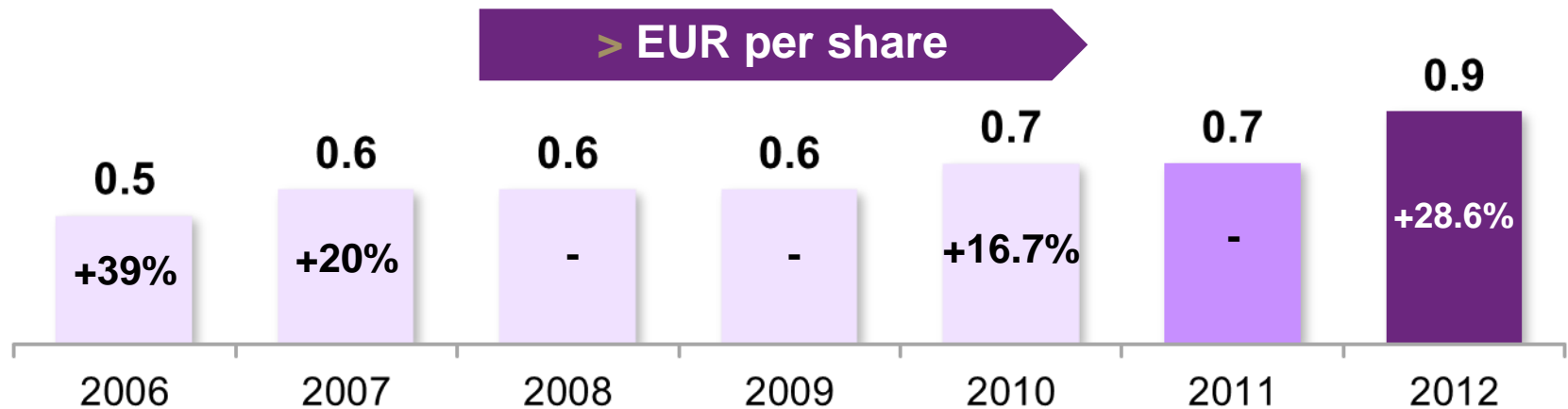
FINANCIAL RATIOS

	2012	2011	Optimum Ratio
Average Net Debt / EBITDA ⁽¹⁾	0.53	0.45	< 1.50
Net Debt / Shareholders' Equity ⁽²⁾	N/A	0.03	< 0.50
Interest Cover (EBITDA ⁽¹⁾ / Cost of Net Financial Debt)	40	18	> 7

(1) EBITDA: Earnings (operating margin) before depreciation and amortization

(2) N/A due to the net cash position of €218 M as of 31 Dec. 2012

DIVIDEND



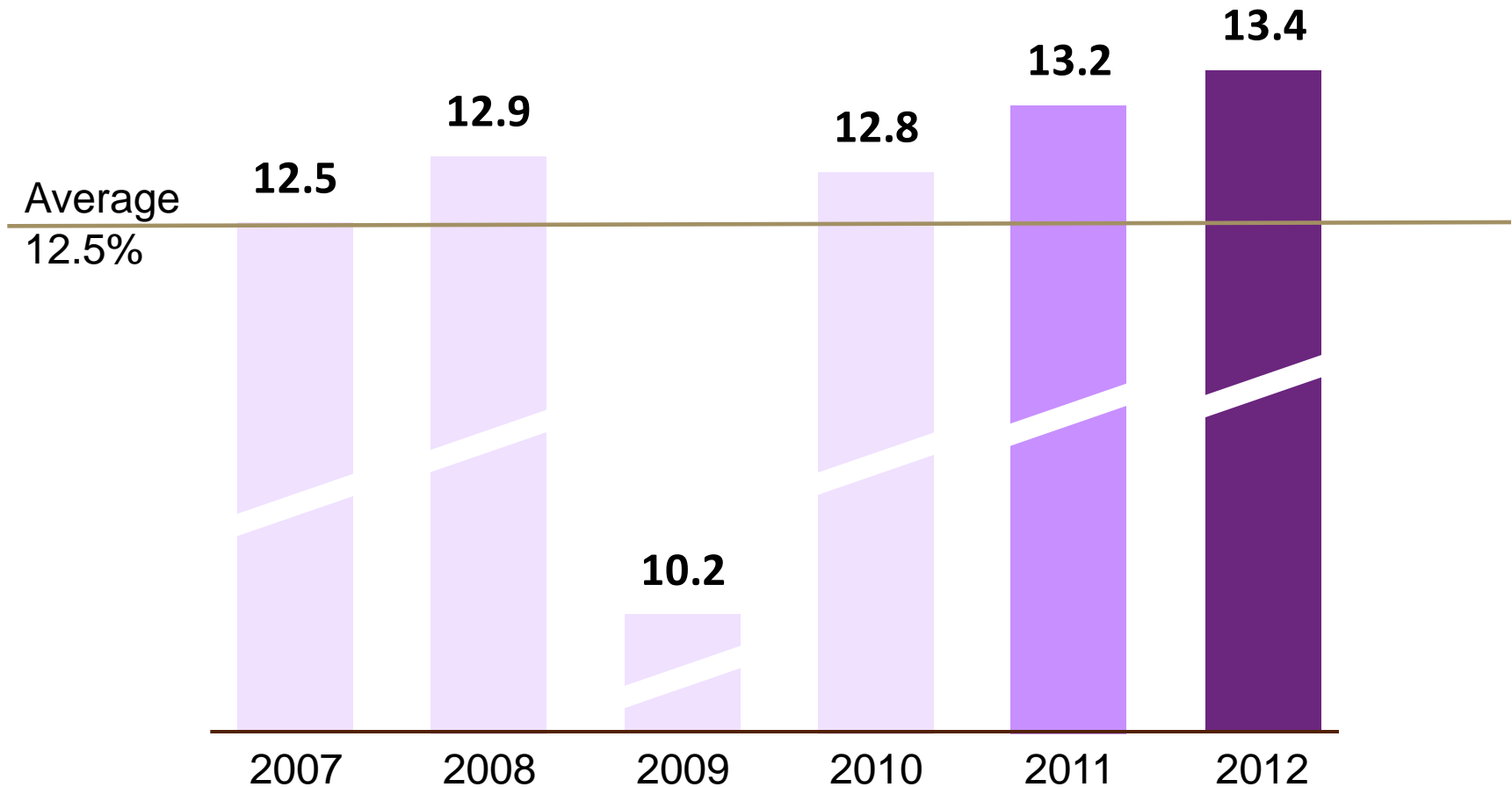
Dividend increased by **28.6%**
Pay-out Mid Term Objective: **35%**

LIQUIDITY AT 31 DECEMBER 2012

(EUR million)	Total	Drawn	Available
Committed Facilities			
364-day revolving credit facilities	205	-	205
5-year revolving credit facility ⁽¹⁾	507	-	507
5-year syndicated facility (Club Deal) - maturing July 2016	1,200	-	1,200
Total Committed Facilities	1,912	-	1,912
Cash and Marketable Securities	1,314	-	1,314
Total Liquidity	3,226	-	3,226
Groupe other uncommitted facilities	218	4	214

(1) Including €450 M in 2014

RETURN ON CAPITAL EMPLOYED



ROCE = Operating Income after Tax (using ETR) / Average capital employed
Capital employed including Saatchi & Saatchi goodwill not recognized in IFRS consolidated financial statements

STRATEGIC UPDATE



FROM 2006: ANTICIPATION OF THE CHANGES

GDPs ranking shifts

	GDP 2006* ranking		GDP 2011* ranking	Adspend**2011 vs.2006
1	United States		United States	-11%
2	Japan		China	+100%
3	Germany		Japan	-13%
4	China		Germany	+4%
5	UK		France	+7%
6	France		Brazil	+70%
7	Italy		UK	0%
8	Canada***		Italy	-10%
9	Spain***		Russia	+54%
10	Brazil		India	+80%

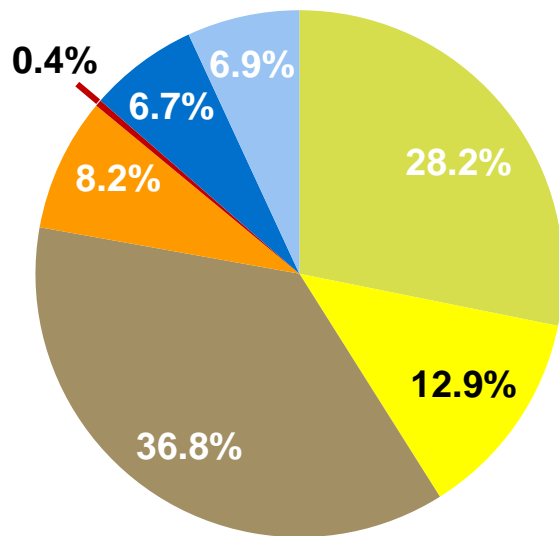
* Source: IMF, WEO database Oct. 2012, GDP ranking at yearly average \$

** Source: ZenithOptimedia

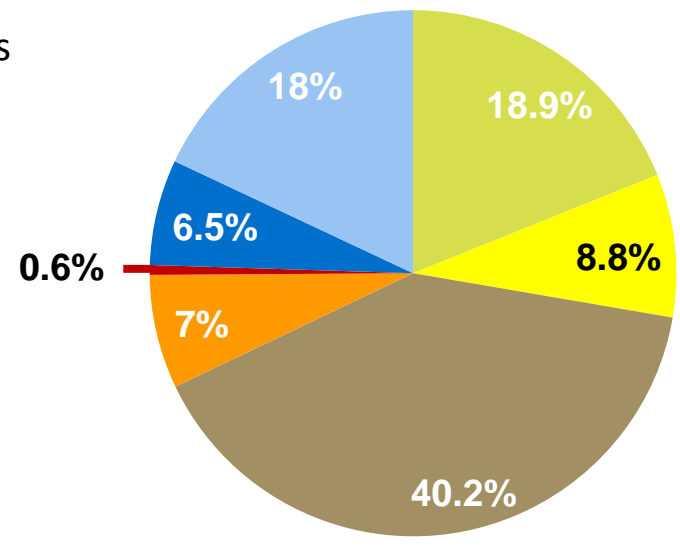
*** Countries not included in the 2011 top 10 GDP ranking

ADSPEND BY MEDIA

> 2006



> 2012



- Newspapers
- Magazine
- TV
- Radio
- Cinema
- Outdoor
- Internet

Source: ZenithOptimedia

FROM 2006: ANTICIPATION OF CHANGES

Digital



Fast Growing Countries

ACCELERATING GROWTH FOR LEADERSHIP

FROM 2007 TO 2011: INVESTMENTS IN 70 ENTITIES

	Before Strategic turn	> Today
% of Digital in total Group revenue	7%	33%
% of FGC in total Group revenue	21%	25%
Group revenue	€4,386 M	€6,610 M

PURSUING ACQUISITIONS IN 2012

North America

2 Acquisitions

- ▲ AR Media
- ▲ Rokkan

Latin America

3 Acquisitions

- ▲ Neogama/BBH
- ▲ Tailor Made
- ▲ Taterka

Europe

11 Acquisitions

- ▲ Pixelpark
- ▲ BBH
- ▲ CNC
- ▲ ...

Africa & Middle East

3 Acquisitions

- ▲ BBR
- ▲ Flip media
- ▲ Zoom

Russia

1 Acquisition

- ▲ The Creative Factory

Asia Pacific

8 Acquisitions

- ▲ King Harvest
- ▲ U-Link Business solution
- ▲ Arachnid
- ▲ Resultrix
- ▲ ...

LBi ACQUISITION

> November 12, 2012

Recommended Public Cash Offer launch to acquire all outstanding shares in LBi

- ▶ Consideration: €416 M
- ▶ Cash Offer at €2.85 per share

> January 2013

Final outcome: more than 98%* of LBi capital held

* On a fully diluted basis

LBI ACQUISITION

> Presentation

- ▶ Created in 2006, last 100% independent digital network
- ▶ Headquartered in Amsterdam, 2,200 employees across 16 countries (UK, US, Germany, Scandinavia, China, India...)

> Offer

- ▶ Positioning: to help brands to adapt their marketing models to a digital environment. “Multi-channels” allowing performance measurement
- ▶ Digital Marketing, e-commerce, brand strategy, search, content, social media and mobile

> Key Figures

- ▶ 2011 Revenue: €197 M
- ▶ Growth: CAGR 2009-2011 +11.6% ⁽¹⁾
- ▶ EBITDA margin/Revenue: 2011: 16.2% ⁽²⁾

(1) Pro Forma Bigmouth acquisition

(2) Non comparable data with Publicis data- Adjusted for exceptional items: restructuring and integration costs

MERGING DIGITAS WITH LBi

A New Global Leader

> 2013 Agenda

- ▶ Merger of Digitas and LBi
- ▶ LBi delisting: March 6, 2013
- ▶ Integration team dedicated to
 - Products and technologies alignment
 - Organisation by country
 - Integration in the « shared-services »
- ▶ Squeeze out

DIGITAS LBi A PURE PLAYER WORLDWIDE LEADER

DIGITAS AND LBi MERGER

- ▶ Revenue **\$820 m**
- ▶ Employees **5,700 across 25 countries**

> Services

Digital strategy, Analytics/targeting, Design/content, Mobile, CRM, Social, ...
E-commerce...

> Proprietary Technologies

Audience Engagement platform, CRM365 intelligence platform, BrandLIVE

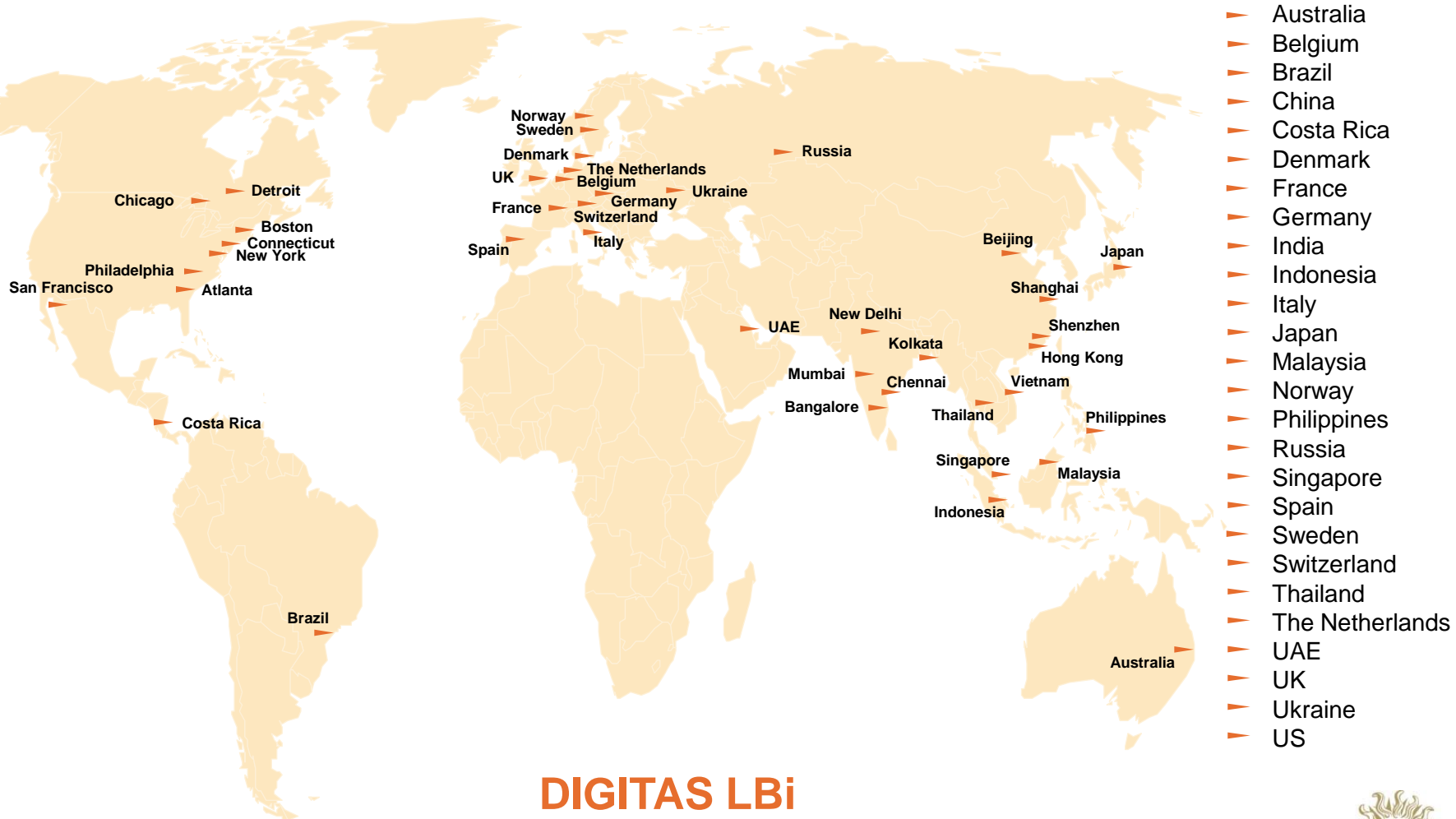
N°1 In the US

N°1 In Europe

200 Awards in 2012

DIGITAS AND LBi MERGER

Global Geographical Coverage



DIGITAS LBi
A UNIQUE NETWORK

STRATEGIC FINANCIAL OPERATIONS

- ▶ **Share buy-back: 18 million shares acquired from Dentsu (€644 M) followed by cancellation of 10.8 million shares**
Relative transaction: +7% on 2012 diluted EPS
- ▶ **Successful Oceane 2014 issuer call exercise (€694 M*)**
Balance sheet simplification
- ▶ **Pay-out ratio increase**
Medium term target: 35%
2012 Dividend: €0.90 (+28.6%)

** €694 M total impact on Shareholders Equity taking into account all conversions which occurred in 2012*

2013 CONTEXT

2013: an uncertain and contrasted year

Global adspend market growth: +4.1%*

- ▶ Europe: no expectations for growth
- ▶ North America: modest growth (+3.5%)
- ▶ Pursuit of growth in digital and FGC

A Difficult Context

* Source: 2013 ZenithOptimedia forecasts December 2012 (to compare with June 2012 forecasts: +5,3%)

2013

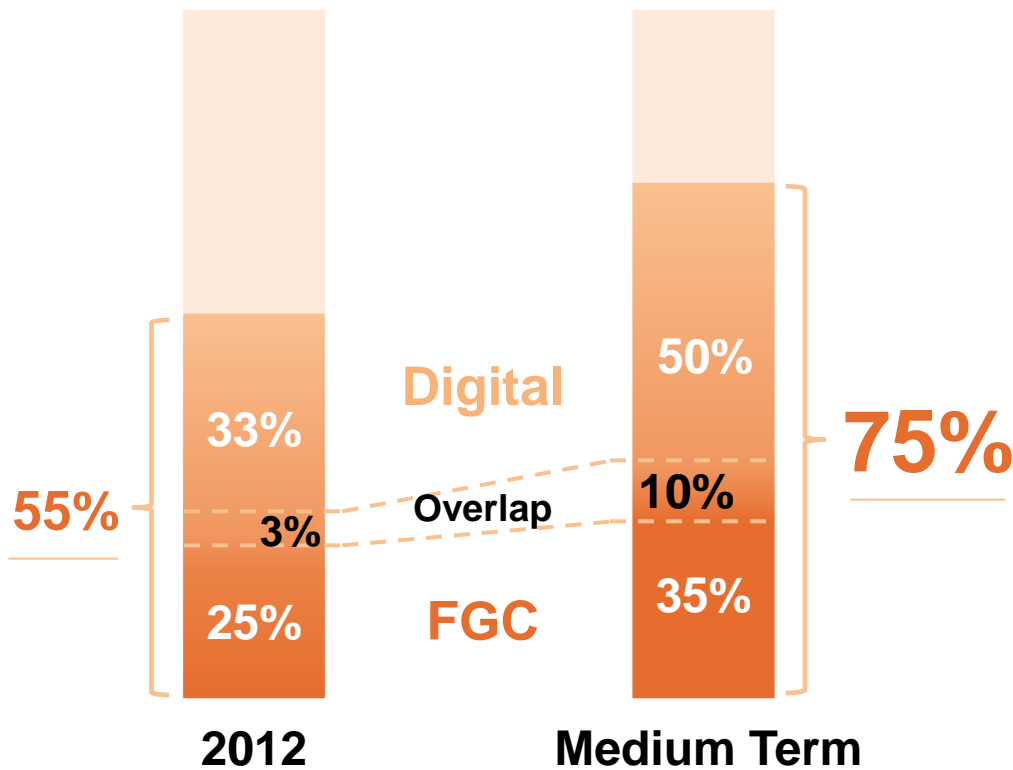
A REALISTIC AMBITION

- ▶ **Internal objectives for organic growth superior to sector average and superior to 2012**
- ▶ **Operating margin: slight improvement starting in 2013**

MEDIUM TERM OBJECTIVES CONFIRMED

> Revenue

> Operating margin



**+200bps
to
+400bps**

Vs.2011

CONCLUSION

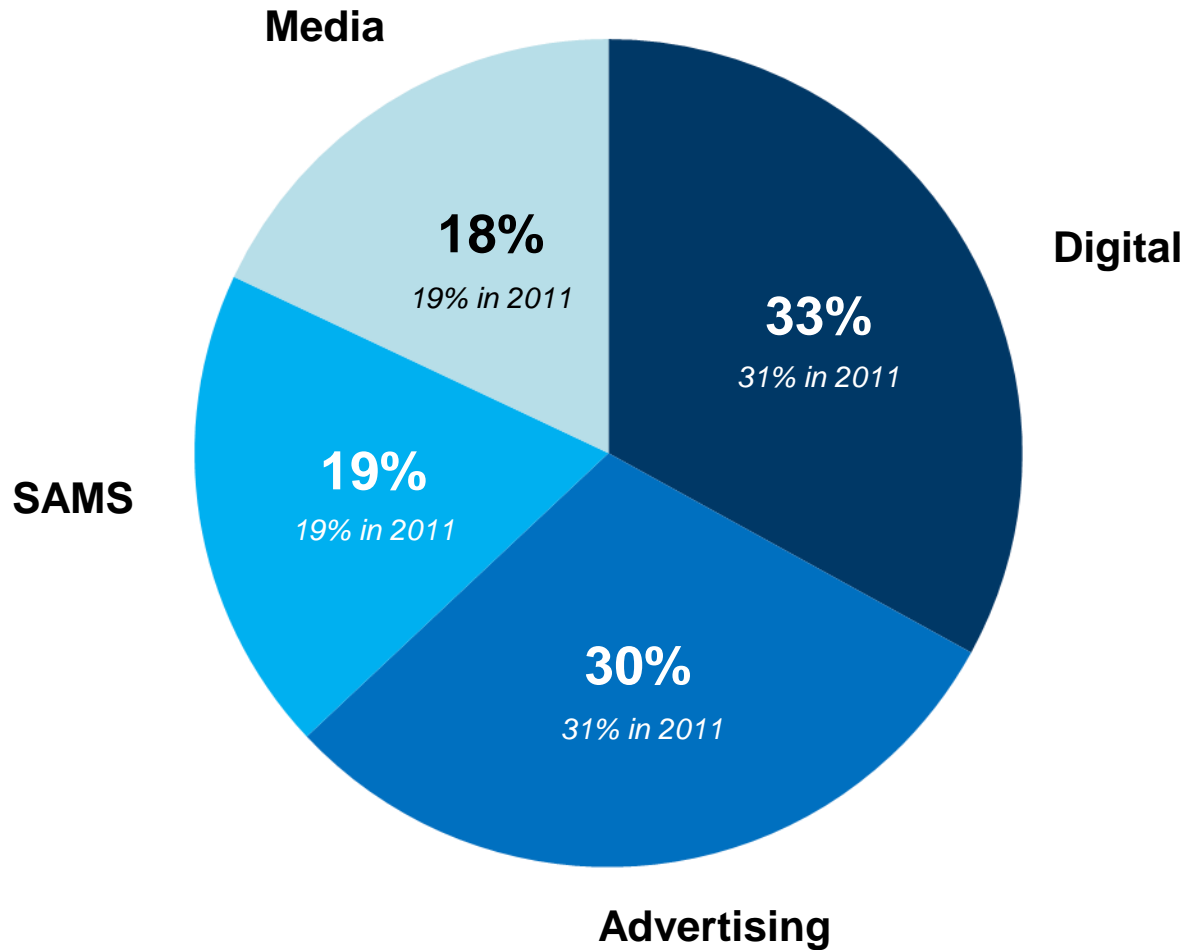


SAVE THE DATE
April 23, 2013

APPENDIX

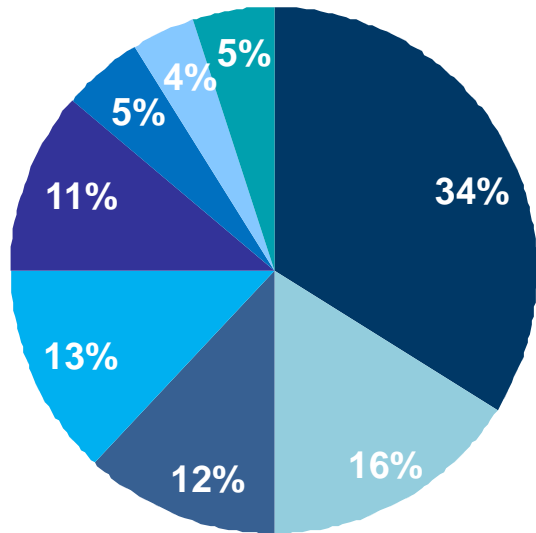


2012 REVENUE BY ACTIVITY

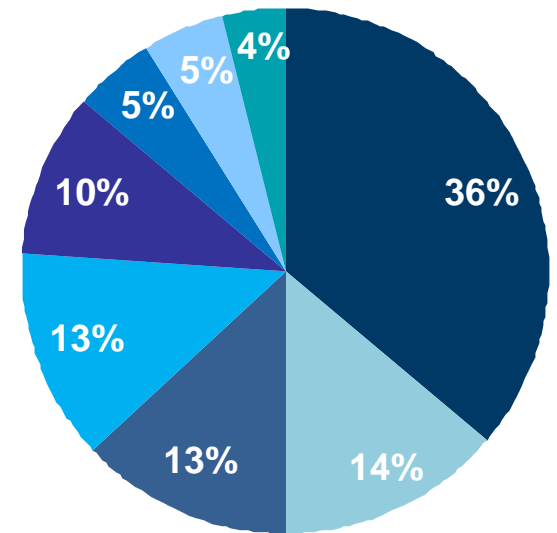


REVENUE BY SECTOR

2012



2011

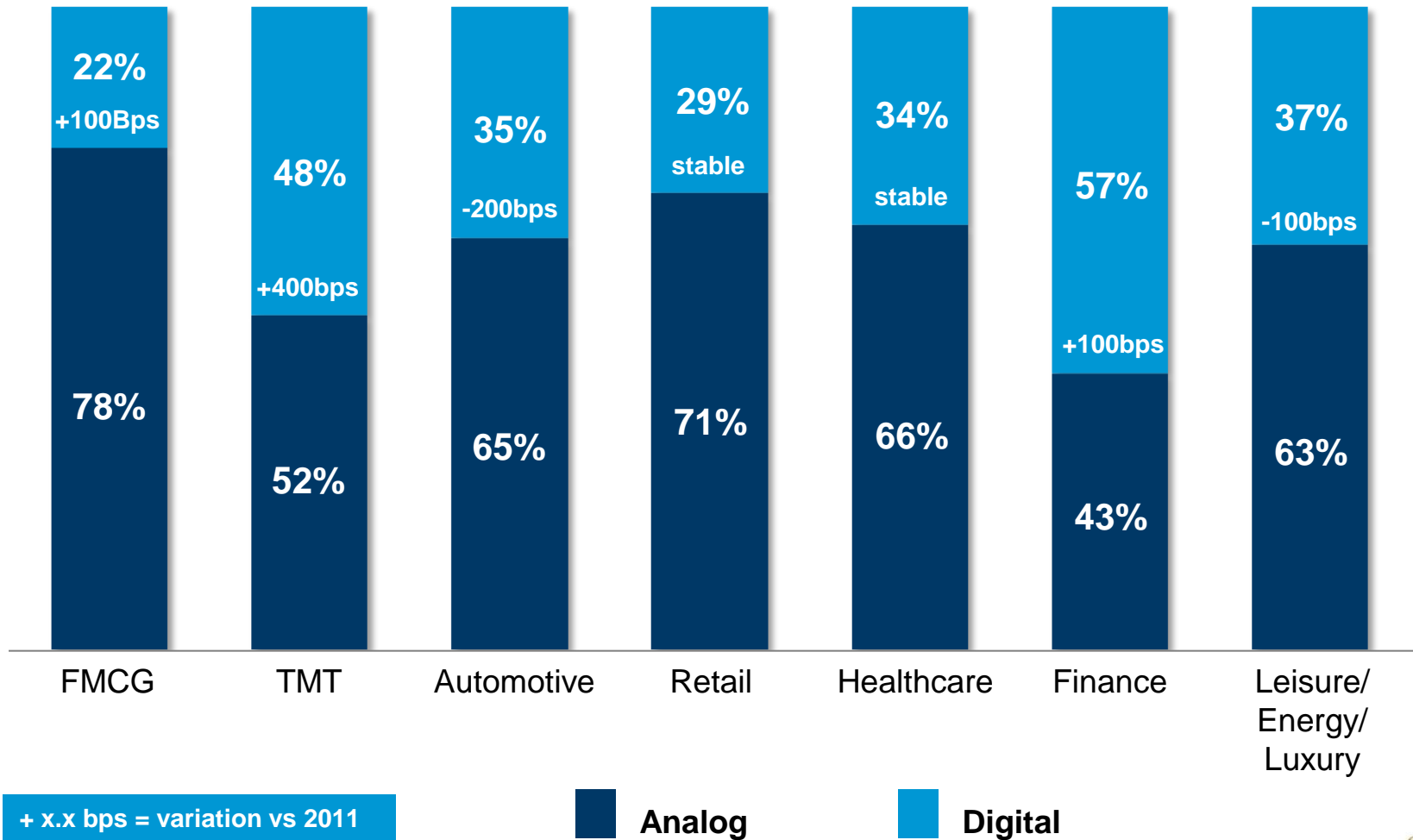


- FMCG
- TMT
- Healthcare
- Automotive
- Finance
- Leisure/Energy/Luxury
- Retail
- Others

STABLE PORTFOLIO

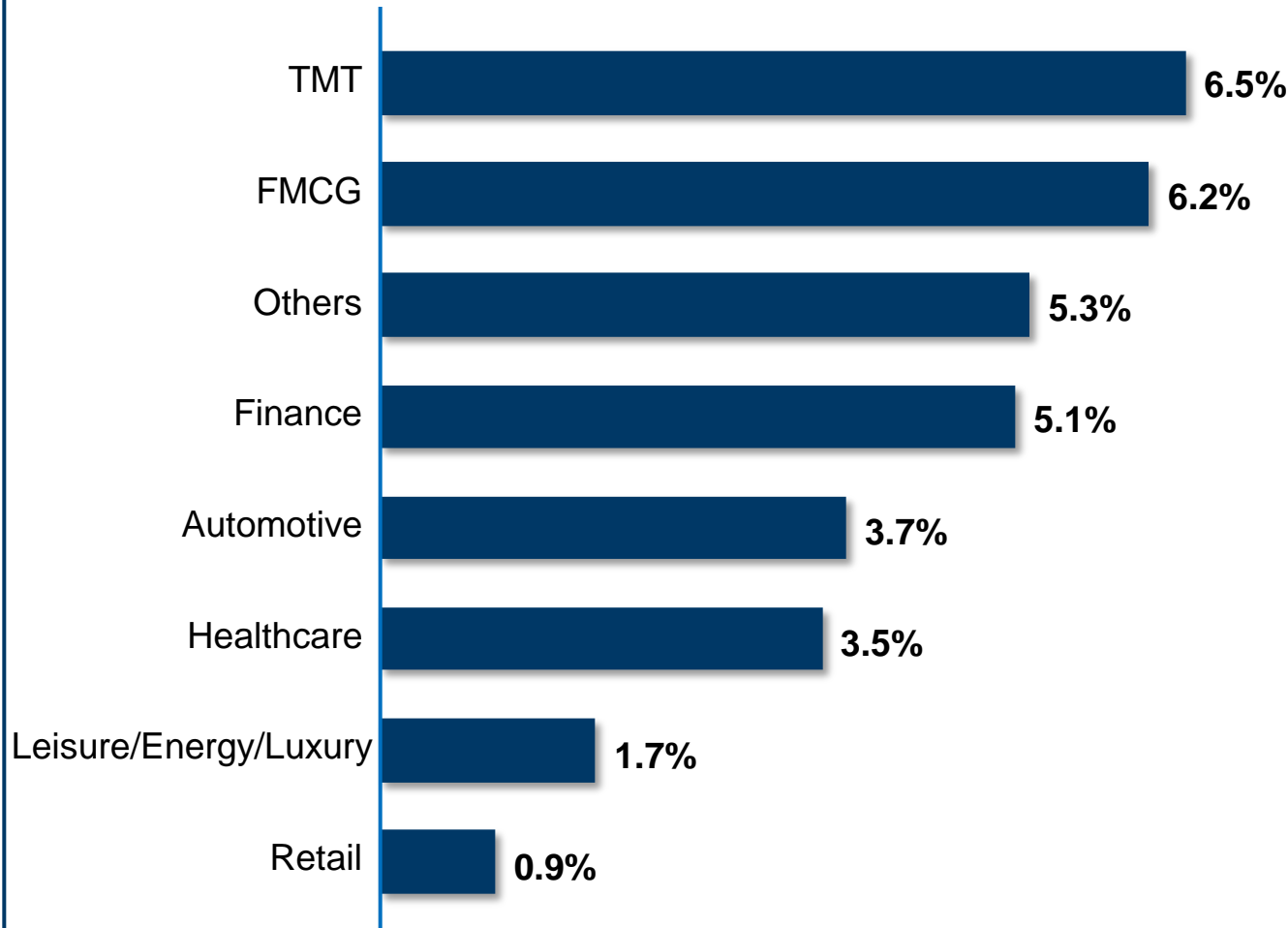
Based on 1,553 clients representing 83% of Group revenue

SPLIT OF REVENUE BY SECTOR DIGITAL VS. ANALOG



Based on 1,553 clients representing 83% of Group revenue

DIGITAL



**32.9% of Group
revenue in 2012**

GROWTH BY COUNTRY

Organic Growth	2012
> 10%	Argentina, Brazil, Colombia, Greater China, Malaysia, Mexico, Venezuela
from 5 to 10%	India, Philippines, Switzerland
From 0 to 5%	Arab Emirates, Australia, Canada, France, Russia, UK, USA
< 0%	Germany, Italy, Japan, Poland, Singapore

GROWTH BY COUNTRY

Organic Growth	Q4 2012
> 10%	Argentina, Brazil, Colombia, Greater China, Mexico, Venezuela
from 5 to 10%	Australia, Switzerland
From 0 to 5%	France, Germany, Japan, Russia, Singapore, UK, USA, Philippines
< 0%	Arab Emirates, Canada, India, Italy, Malaysia, Poland

REVENUE & ORGANIC GROWTH CALCULATION - 2012

(EUR million)	H1	H2	FY
2011 Revenue	2,699	3,117	5,816
Currency impact	139	174	313
2011 Revenue at 2012 exchange rate (a)	2,838	3,291	6,129
2012 Revenue before impact of acquisitions ⁽¹⁾ (b)	2,917	3,391	6,308
Revenue from acquisitions ⁽¹⁾	167	135	302
2012 Revenue	3,084	3,526	6,610
Organic growth (b/a)	+2.8%	+3.0%	+2.9%

Currency impact (EUR million)			
	H1	H2	FY
GBP	11	17	28
USD	100	116	216
Other	28	41	69
Total	139	174	313

(1) Acquisitions (Kitcatt Nohr, Airlock, Holler, Chemistry, Talent, ICL, GP7, Watermelon, S&S South Africa, Genedigi Group, Dreams, Rosetta Marketing Group, Big Fuel, LB Zurich Spillman/Felser, DPZ Group, Nuatt, Schwartz, Brand Connections, Gomye, Wangfan, Ciszewski, TCF, Luminous, Mediagong, Webformance Saint Brieuc, Indigo, Flip, King Harvests, UBS, Pixelpark, Longtuo, BBR, BBH, Neogama, CNC, Webformance Bordeaux, AR Media, Arachnid, Resultrix, Webformance Spain, Grita, Istrat, Outside Line, Bromley) net of disposals

Average Exchange rate Dec. 31, 2012: 1 USD = 0.778 EUR

1 GBP = 1.233 EUR

REVENUE BY GEOGRAPHY IN USD - 2012

(USD million)	FY 2012	FY 2011	Var. 2012/2011
Europe (*)	2,416	2,478	-2.5%
North America	4,043	3,783	+6.9%
BRIC + MISSAT (**)	1,146	981	+16.8%
Row	889	844	+5.3%
Total	8,494	8,086	+5.0%

(*) Europe excluding Russia and Turkey

(**) MISSAT includes Mexico, Indonesia, Singapore, South Africa, Turkey

All entities translated into US dollars using the following average exchange rates:

2012: 1 USD = 0.778 EUR

2011: 1 USD = 0.719 EUR

GROSS DEBT AT 31 DECEMBER 2012

SPLIT BY MATURITY

(EUR million)	Total	2013	2014	2015	2016	2017 onwards
Oceane 2018*	126		126			
Eurobond 2015**	256			256		
Oranes	15	3	2	2	2	6
Earn out / Buy out	503	274	101	74	47	7
Other debt**	196	102	13			81
Total gross debt	1,096	379	242	332	49	94

No covenants

* Put Option in January 2014

** Including fair value of associated derivatives

NET DEBT AT 31 DECEMBER 2012

SPLIT BY CURRENCY

(EUR million)	Total	EURO	USD	GBP	Others
Oceane 2018	126	126			
Eurobond 2015*	256	256			
Oranes	15	15			
Earn out / Buy out	503	56	58	34	355
Other debt*	196	16	83	5	92
Total gross debt	1,096	469	141	39	447
Cash & marketable securities	(1,314)	(988)	280	(28)	(578)
Net debt (cash)	(218)	(519)	421	11	(131)

* Including fair values of associated derivatives

NET DEBT AT 31 DECEMBER 2012

SPLIT BY RATE

After swap of interest rate

(EUR million)	Total	Earn-out / Buy-out	Fixed rate	Variable rate
Oceane 2018	126		126	
Eurobond 2015*	256			256
Oranes	15		15	
Other debt*	196		81	115
Total gross debt excluding earn out/buy out	593		222	371
Earn out / Buy out	503	503		
Cash & marketable securities	(1,314)			(1,314)
Net debt (cash)	(218)	503	222	(943)

* Including fair values of associated derivatives

REVENUE BY GEOGRAPHY - 2012

(EUR million)	FY 2012	FY 2011	2012 organic growth	Var. 2012 vs. 2011
Europe	1,976	1,872	-0.2%	+5.6%
North America	3,146	2,721	+3.0%	+15.6%
Asia Pacific	841	690	+6.3%	+21.9%
Latin America	463	374	+12.1%	+23.8%
Middle East Africa	184	159	+0.9%	+15.7%
Total	6,610	5,816	+2.9%	+13.7%

REVENUE BY GEOGRAPHY - Q1 2012

(EUR million)	Q1 2012	Q1 2011	Q1 organic growth	Q1 2012 vs. Q1 2011
Europe	428	409	+3.8%	+4.6%
North America	724	632	+3.3%	+14.6%
Asia Pacific	166	148	+2.4%	+12.2%
Latin America	99	68	+16.4%	+45.6%
Middle East Africa	35	29	+9.2%	+20.7%
Total	1,452	1,286	+4.1%	+12.9%

REVENUE BY GEOGRAPHY - Q2 2012

(EUR million)	Q2 2012	Q2 2011	Q2 organic growth	Q2 2012 vs. Q2 2011
Europe	497	487	-1.6%	+2.1%
North America	782	639	+1.8%	+22.4%
Asia Pacific	199	159	+4.3%	+25.2%
Latin America	107	89	+11.8%	+20.2%
Middle East Africa	47	39	+2.5%	+20.5%
Total	1,632	1,413	+1.6%	+15.5%

REVENUE BY GEOGRAPHY - Q3 2012

(EUR million)	Q3 2012	Q3 2011	Q3 organic growth	Q3 2012 vs. Q3 2011
Europe	451	427	-3.5%	+5.6%
North America	805	685	+3.2%	+17.5%
Asia Pacific	211	172	+7.2%	+22.7%
Latin America	113	101	+4.4%	+11.9%
Middle East Africa	47	34	+11.0%	+38.2%
Total	1,627	1,419	+2.0%	+14.7%

REVENUE BY GEOGRAPHY - Q4 2012

(EUR million)	Q4 2012	Q4 2011	Q4 organic growth	Q4 2012 vs. Q4 2011
Europe	600	549	+0.8%	+9.3%
North America	834	764	+3.7%	+9.2%
Asia Pacific	266	211	+9.9%	+26.0%
Latin America	144	116	+16.5%	+24.1%
Middle East Africa	55	57	-10.8%	-3.5%
Total	1,899	1,697	+3.9%	+11.9%