



09/19/13



Adjustement to the Exercise Parity of the BSA and Confirmation of the Exercise Period

Paris, September 19, 2013 - Holders of Publicis share subscription warrants (“**BSA**”) (ISIN Code : FR0000312928) are informed that, with regard to the share of distributions paid out of reserves and premiums of the Company since the issuance of the BSA, and according to the provisions of paragraph 7.5.8.3.e of the information memorandum (*note d’opération*) (AMF visa no. 02-564 of 16 May 2002, the “**Information Memorandum**”), the exercise parity of the BSA (the “**Exercise Parity**”) is adjusted from 1.000 Publicis share to 1.015 Publicis shares per BSA (rounded up or down to the nearest third decimal place).

Pursuant to paragraph 7.5.8.5 of the Information Memorandum, where the number of Publicis shares derived in respect of the BSA upon application of the Exercise Parity does not result in a whole number, a holder of BSA 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 product of the fractional share remaining and the average opening trading prices of the Company’s shares quoted on Euronext Paris for the twenty trading days prior to the redemption date; or
- such number of Publicis shares rounded up to the nearest whole number, in which case such holder will pay 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 7.5.5 of the Information Memorandum, the BSA may be exercised at any time commencing on the 11th anniversary of the Settlement Date, i.e. 24 September 2013, and until the 20th anniversary of the Settlement Date, i.e. 24 September 2022.

BSA which remain unexercised after the 20th anniversary of the Settlement Date shall become null and void.

About Publicis Groupe

Publicis Groupe [Euronext Paris FR0000130577, CAC 40] is one of the world's leading communications groups. We offer the full range of services and skills: digital (DigitasLBi, Razorfish, Rosetta, VivaKi), creative services (BBH, Leo Burnett, Publicis Worldwide, Saatchi & Saatchi), public affairs, corporate communications and events (MSLGROUP), media strategy, planning and buying (Starcom MediaVest Group and ZenithOptimedia) and healthcare communications, with Publicis Healthcare Communications Group (PHCG). Present in 108 countries, the Groupe employs 60,000 professionals.

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