

FULL YEAR RESULTS 2019

6 February 2020

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**FULL
YEAR 2019
HIGHLIGHTS**

**2019
FINANCIAL
RESULTS**

**2020
PRIORITIES
& OUTLOOK**

Q&A

1.

A PIVOTAL YEAR WITH THE ACQUISITION OF EPSILON

Decisive step to
succeed in a market
increasingly driven by
personalization at scale

Integration largely completed, with Epsilon core activities in building, enriching and activating data connected with every Groupe operation. Epsilon Agency merged with Leo Burnett. CJ Affiliate under strategic review

Immediate impact on existing client relationships and on H2 new business momentum

Revenue's shift towards data and tech, now representing nearly 30% of Groupe net revenue

Publicis Groupe FY reported growth of 9.3% including Epsilon, with 16.2% in H2

2.

ORGANIC GROWTH IMPACTED BY WELL-IDENTIFIED CHALLENGES

Full year organic growth at -2.3%, in line with indications communicated in October

Geographical performance reflecting those challenges

Q4 organic growth at -4.5%

Severely impacted by:

- Attrition on traditional business representing c. 200bps impact on FY organic growth
- Media losses from 2018
- Impact of the repositioning of Publicis Sapient in the U.S. to full DBT

Good performance of Game Changers (+18% organic) and New Business, not sufficient to offset these headwinds

- **North America at -3.5%**
 - **Europe at -2.0% with resilient UK and France despite high comparables**
 - **Asia at +0.8%**
-

Q4 in line with latest indications

Headwinds will continue to have an impact, particularly in the first half 2020

3.

CONTINUED STRONG FINANCIAL PERFORMANCE

Robust financial ratios while reinvesting in the business and maintaining a high level of cash flow generation

17.3% operating margin rate ⁽¹⁾ (+30bps vs 2018)

- Strong investment in talents of c.€100M
- Ongoing positive impact of our structure simplification and higher-value services

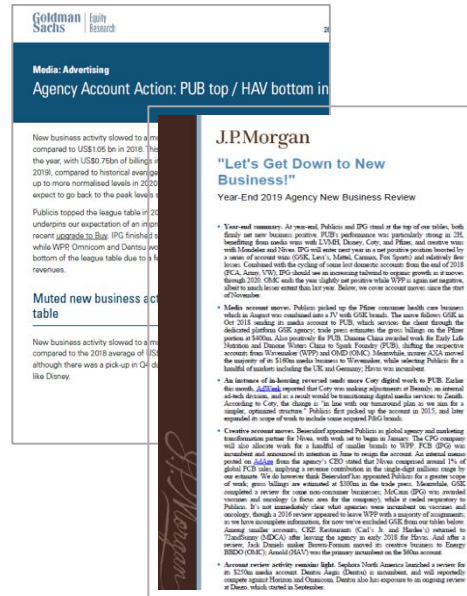
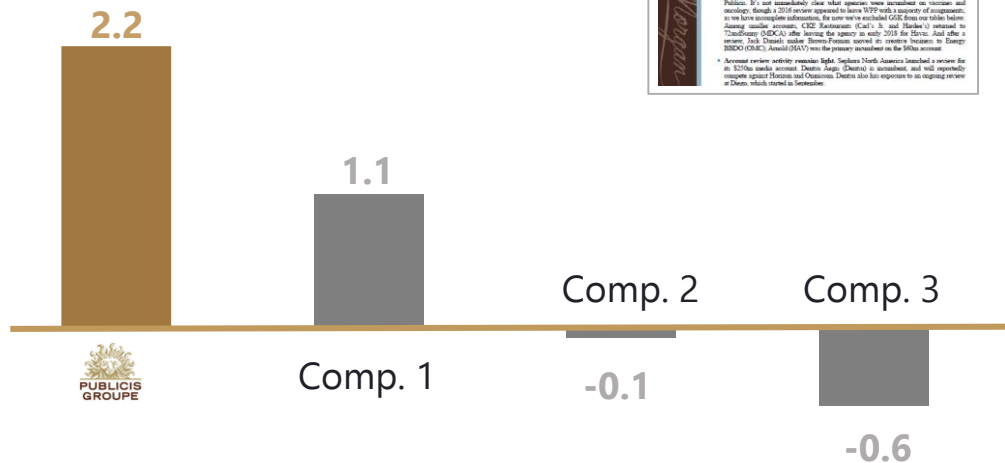
Headline EPS growing by +8.2% ⁽²⁾, reaching €5.02

Proposed dividend increasing by +8.5% at €2.30 per share (to be proposed at next AGM)

Nearly €1.3bn Free cash flow ⁽³⁾, confirming deleveraging in four years

#1 IN NEW BUSINESS RANKING IN 2019

Net reported wins 2019, estimated billings \$bn⁽¹⁾



New clients selecting the Groupe



Existing clients with extended assignments



Existing clients with consolidation



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Q&A

NET REVENUE

(EUR million)	Q1	Q2	Q3	Q4	FY
2019 net revenue	2,118	2,234	2,577	2,871	9,800
2018 net revenue	2,082	2,198	2,197	2,492	8,969
Reported growth	+1.7%	+1.6%	+17.3%	+15.2%	+9.3%
Organic growth	-1.8%⁽¹⁾	+0.1%	-2.7%	-4.5%	-2.3%

Q4 NET REVENUE BY GEOGRAPHY

(EUR million)	Q4 2019	Q4 2018	2019 vs. 2018	Organic growth
Europe	728	753	-3.3%	-7.0%
North America	1,639	1,260	+30.1%	-4.2%
Asia Pacific	302	277	+9.0%	-2.3%
Latin America	107	110	-2.7%	+0.9%
Middle East Africa	95	92	+3.3%	-1.2%
Total	2,871	2,492	+15.2%	-4.5%

FY NET REVENUE BY GEOGRAPHY

(EUR million)	2019	2018	2019 vs. 2018	Organic growth
Europe	2,630	2,622	+0.3%	-2.0%
North America	5,516	4,795	+15.0%	-3.5%
Asia Pacific	1,006	924	+8.9%	+0.8%
Latin America	326	347	-6.1%	-4.9%
Middle East Africa	322	281	+14.6%	+10.0%
Total	9,800	8,969	+9.3%	-2.3%

2019 NET REVENUE ORGANIC GROWTH BY COUNTRY

> +10%

India, Poland, United Arab Emirates

+5% to +10%

Canada, Malaysia, Thailand

0% to +5%

Israel, Italy, Russia, South Africa, Spain

< 0%

**Australia, Brazil, China, France, Germany, Indonesia, Japan,
South Korea, United Kingdom, United States**

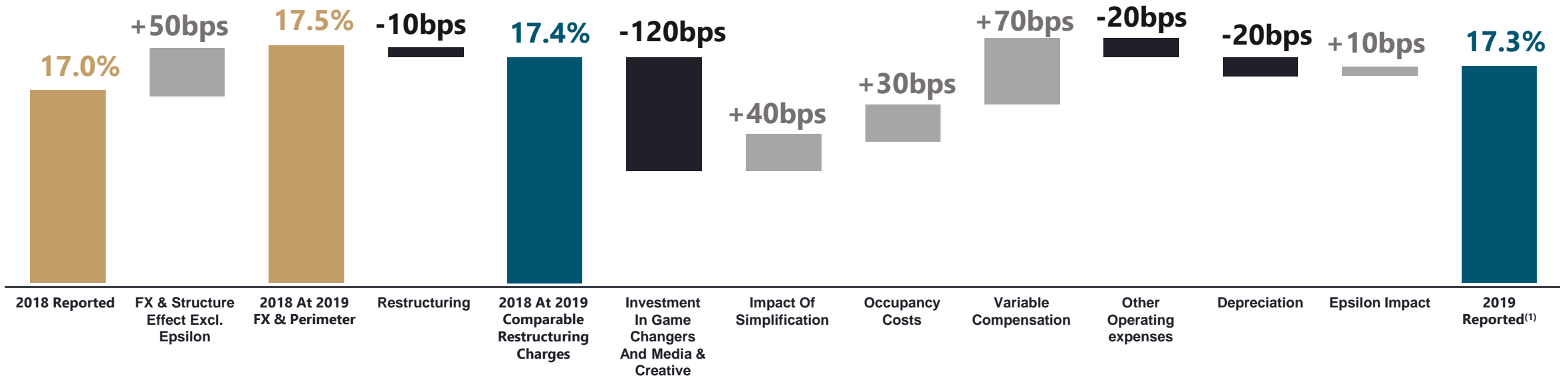
CONSOLIDATED INCOME STATEMENT

(EUR million)	2019	2018
Revenue	11,001	9,951
Net revenue	9,800	8,969
EBITDA ⁽¹⁾	2,245	2,049
Operating income	1,659	1,523
Operating income excluding Epsilon transaction costs	1,699	1,523
Non-current income and expenses	(1)	(2)
Net financial expenses	(106)	(80)
Income taxes	(396)	(344)
Associates	(5)	(4)
Minority interests	(3)	(11)
Headline Group Net Income ⁽¹⁾	1,188	1,082
Epsilon transaction costs, net of tax	(30)	-
Amortization of intangibles arising on acquisitions, net of tax	(153)	(55)
Impairment / Real estate consolidation charge, net of tax	(163)	(103)
Main capital gains (losses) / change in fair value of financial assets, net of tax	21	(10)
US tax reform impact	-	18
Revaluation of earn-out	(22)	(13)
Group Net Income	841	919

OPERATING MARGIN

(EUR million)	FY 2019	FY 2018
Net revenue	9,800	8,969
Personnel costs	(5,957)	(5,643)
Restructuring costs	(116)	(104)
Other operating expenses	(1,586)	(1,278)
Depreciation	(482)	(421)
Operating margin	1,659	1,523
as a % of Net revenue	16.9%	17.0%
Operating margin excl. Epsilon transaction costs	1,699	1,523
as a % of Net revenue	17.3%	17.0%

2019 - CHANGE IN OPERATING MARGIN⁽¹⁾ AS A % OF NET REVENUE



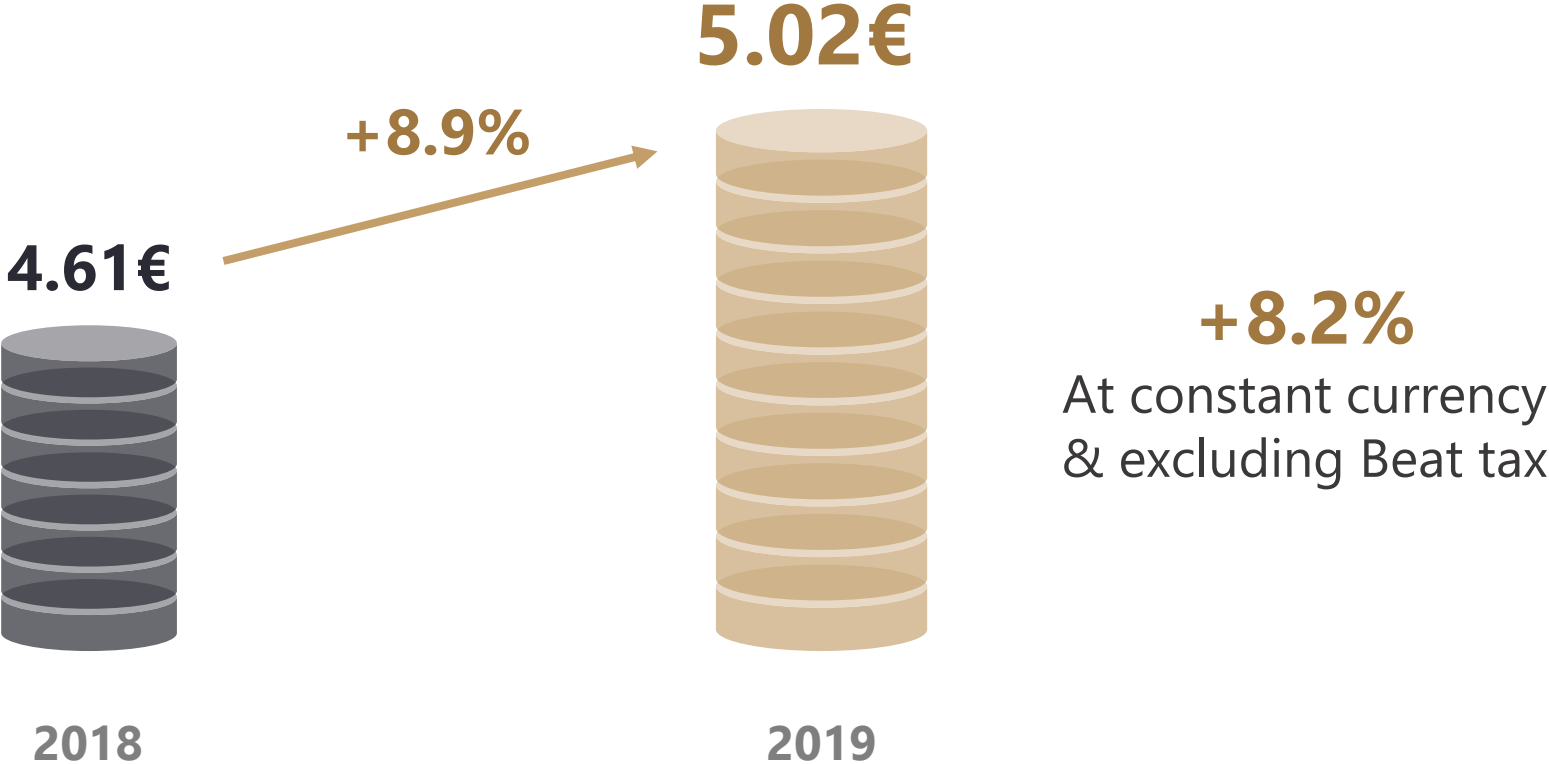
NET FINANCIAL INCOME (EXPENSE)

(EUR million)	2019	2018
BNPP loan, 2021 & 2024 Eurobond, 2023 Eurobond (Sapient acquisition funding)	(56)	(58)
Citi loan, 2025, 2028 & 2031 Eurobond (Epsilon acquisition funding)	(58)	-
Other financial expense net of interest income	95	52
Discount on long term debt	(6)	(5)
Interest on net financial debt	(25)	(11)
Interest on lease liabilities	(70)	(58)
Foreign exchange gain (loss)	(1)	(4)
Other financial expenses ⁽¹⁾	(10)	(7)
Headline Net financial expenses ⁽²⁾	(106)	(80)
Change in fair value of financial instruments	15	9
Net financial expenses ⁽²⁾	(91)	(71)

INCOME TAX AND EFFECTIVE TAX RATE

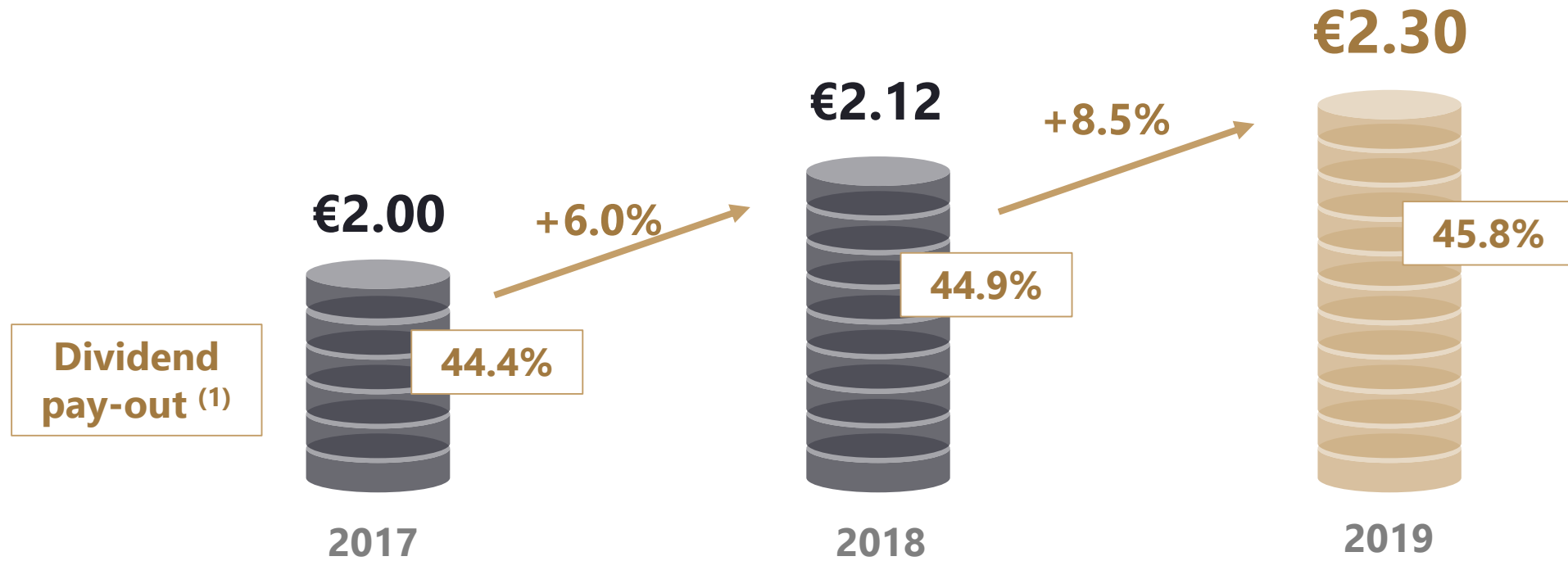
(EUR million)	2019	2018
Reported income taxes	305	285
One-off impacts of US tax reform ⁽¹⁾	-	18
Adjusted income taxes	305	303
Effective tax rate	25.0%	24.0%
Reversal in income tax on amortization of intangibles arising from acquisitions	51	14
Reversal in income tax on impairment	46	28
Reversal in income tax on other items	(6)	(1)
Headline income taxes ⁽²⁾	396	344

HEADLINE EARNINGS PER SHARE, DILUTED⁽¹⁾



(1) See definition in Supplemental Information

DIVIDEND



2019 dividend to be submitted to May 27, 2020 AGM's approval

FREE CASH FLOW

(EUR million)	2019	2018
EBITDA ⁽¹⁾	2,245	2,049
Interests paid and received	11	(3)
Repayment of lease liabilities and related interests	(480)	(432)
Tax paid	(349)	(328)
Other items	51	68
Cash flows from operations before change in WCR ⁽²⁾	1,478	1,354
Capex, net of disposals ⁽¹⁾	(225)	(196)
Free Cash Flow before change in WCR	1,253	1,158
Change in WCR	394	153
Free Cash Flow	1,647	1,311

USE OF CASH

(EUR million)	2019	2018
Free Cash Flow	1,647	1,311
Acquisitions (net of disposals) ⁽¹⁾	(3,950)	(128)
Earn-out	(123)	(130)
Buy-out	(2)	(10)
Dividends paid	(297)	(220)
Share buy-back, net of sales	2	1
Sales of treasury shares due to exercise of stock options	-	5
Exercise of warrants	5	3
Non-cash impact on net debt	(283)	183
Reduction (Increase) in net debt	(3,001)	1,015

BALANCE SHEET

(EUR million)	2019	2018
Goodwill and intangibles	13,608	9,876
Net right of use	2,122	1,732
Other fixed assets	969	888
Current and deferred tax	(498)	(560)
Working capital	(2,969)	(2,904)
Net assets held for sale	0	83
TOTAL	13,232	9,115
Group equity	7,401	6,853
Minority interests	(9)	0
TOTAL EQUITY	7,392	6,853
Provisions for risk & charges	596	509
Net debt (cash)	2,713	(288)
Lease liability ⁽¹⁾	2,531	2,041
TOTAL	13,232	9,115

(1) FY 2019: including €327 million of lease extension in New York committed in June 2019

NET FINANCIAL DEBT

(EUR million)	2019	2018
Net Financial Debt, average	2,375	1,323
Net Financial Debt, at end of period	2,713	(288)

FINANCIAL RATIOS

	2019	2018	Internal objectives
(Average net financial debt + Average Lease liability) / EBITDA	2.1x	1.6x	< 2.2x
(Net financial debt + Lease liability) / Shareholders' Equity	0.71x	0.26x	< 0.80x
EBITDA⁽¹⁾ / Cost of net financial debt & Lease liability	24x	30x	> 7x

LIQUIDITY AS OF DECEMBER 31, 2019

(EUR million)	December 31, 2019			December 31, 2018
	Total	Drawn	Available	Available
364-day revolving credit facilities	165	-	165	165
5-year revolving credit facility ⁽¹⁾	467	-	467	516
5-year syndicated facility (Club Deal) ⁽²⁾	2,000	-	2,000	2,000
Total Committed Facilities	2,632	-	2,632	2,681
Cash and Marketable Securities	3,413	-	3,413	3,206
Total liquidity	6,045	-	6,045	5,887
Group other uncommitted facilities	221	12	209	241

(1) €169 million in 2020, €200 million maturing in 2022, €100 million in 2023

(2) Maturing in 2024

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WHAT OUR CLIENTS NEED

Differentiate & add value to their product with ground-breaking creativity



Deliver Breakthrough Ideas & Dynamic Content

Navigate the increasingly complex media landscape



Leverage Our Leadership, Partnerships & Expertise

Take back control on their customer relationship



Build, Enrich And Activate Their First-party Data

Adapt their business model to this data led digital-first world



Drive Customer-Centric Business Transformation

Seamless end-to-end offer

with country model

Global scale and delivery

with unified client P&L

THE
POWER
OF ONE



4 STEPS FOR OUR ORGANIC GROWTH RECOVERY ROADMAP

First Step:
**STABILISE & PROGRESSIVELY RETURN TO
GROWTH IN OUR TRADITIONAL ACTIVITIES**

Leverage our new structure to improve our performance thanks to three structural actions

Activate our country-model across 10 operations to accelerate client cross-fertilisation

Leverage our client-centric organization with top clients to fight attrition and grow with them

Increase win rate in local and regional accounts by implementing our global new business organization at country level

BRING BACK PUBLICIS SAPIENT U.S. TO GROWTH

Turnaround Publicis Sapien in the U.S.

Strategic repositioning to full DBT through industry verticals

- **Integration of Publicis Sapien US digital activities in our creative agencies**
- **Disengaging from the long tail to concentrate resources on less labour-intensive accounts with growth potential**
- **Shifting from project-based work to longer-term client assignments**



Short-term negative impact on organic growth but early positive signs in pipeline and industry recognition

LEVERAGE EPSILON'S EXPERTISE FOR ALL OUR ASSETS

Leverage Epsilon's data and tech expertise for all our activities

Integration largely complete

- **One unified organisation: all Groupe data capabilities put under the leadership of Epsilon**
 - **One unified product: Epsilon People Cloud, the platform spanning the whole data value chain**
 - **Connection of Epsilon to the Groupe shared services**
 - **First steps of Epsilon international development**
-

A unique point of differentiation as clients need the scale of the platforms, but also to engage directly with their own customers

- **Our media activities to help them navigate into a complex set of digital platforms**
- **Epsilon to support them in building first party data to take back control over their consumer relationship**



First positive signs with New Business Momentum

PURSUE A DISCIPLINED INVESTMENT STRATEGY

Invest in three strategic areas to support our new model

Talent:

- **Promotion of a new generation of leaders and c. €100M invested in our people in 2019**
 - **Transitioning part of the profiles of our talent bench, as reflected in our restructuring costs for 2019**
 - **Continuing on the same strategy for 2020 with continuous investment to retain and recruit key profiles, a new talent organization and a refined incentive plan**
-

Training: Enrich our Learning & Development program to strengthen our differentiated skills, with €50M to be spent again in 2020

CAPEX: c. €300M for 2020, reflecting our shift to a Services & Product company

OUTLOOK

2019: A year showing the two faces of our transformation

Organic growth severely impacted by well-identified headwinds

A differentiated offer demonstrating its attractiveness in transformative pitches - Consistent delivery of strong financial ratios

Headwinds to continue to impact short term organic growth, with H1 that should remain negative, mostly due to Q1; most improvement to come in H2

Confirming FY Organic net revenue growth between -2% to +1%

Update in July when more visibility on 4 key elements for FY performance:

- **Attrition** on traditional expertise
- **New business** ramp-up
- **Repositioning of Publicis Sapient US**
- **Contribution of Epsilon** in H2

Confirming Operating margin rate to a normalized level of around 17%

2020: A clear roadmap for growth recovery with a focus on execution

Supplemental information

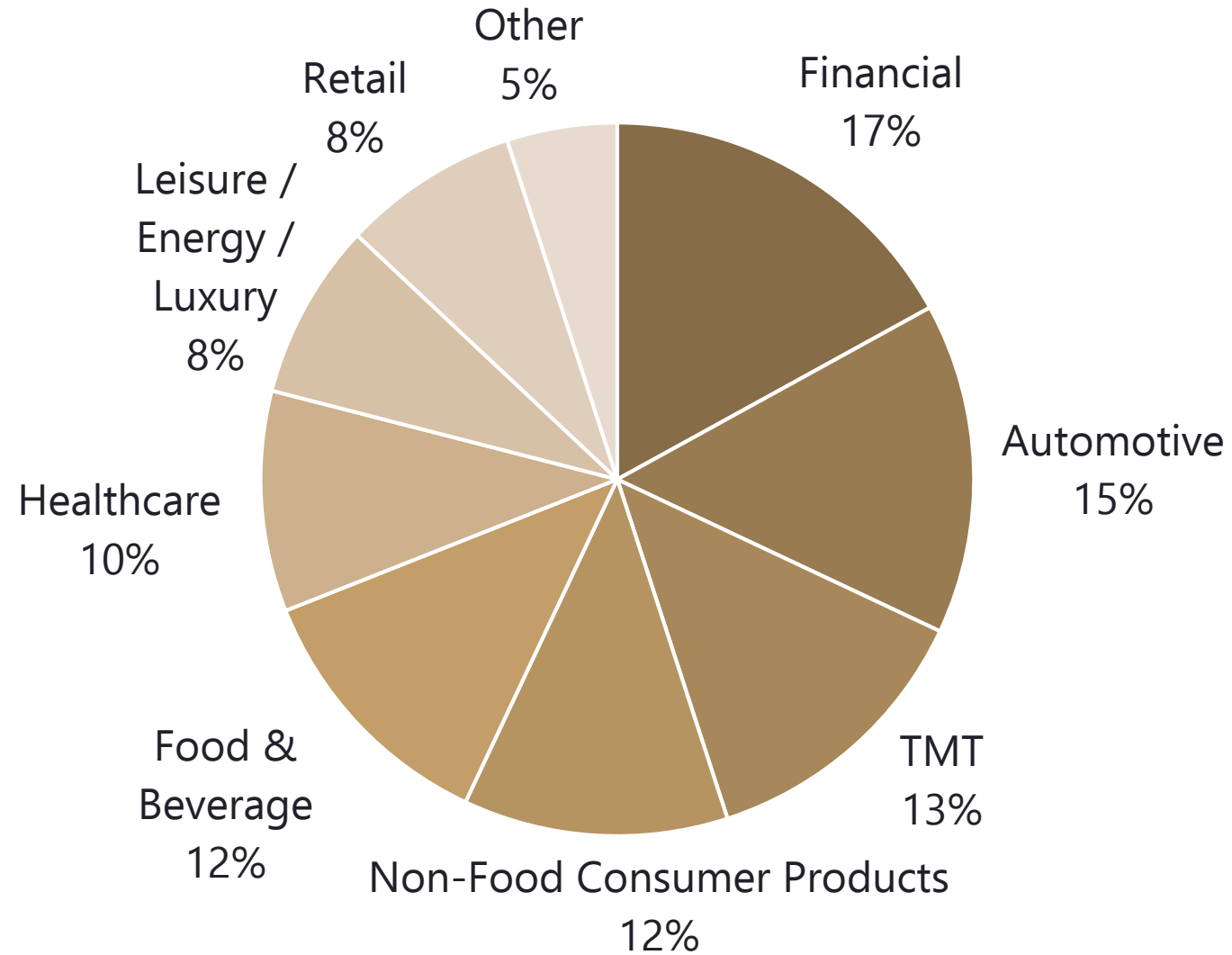
NET REVENUE & ORGANIC GROWTH CALCULATION

(EUR million)	Q1	Q2	Q3	Q4	FY
2018 net revenue	2,082	2,198	2,197	2,492	8,969
Currency impact ⁽²⁾	93	72	65	52	282
2018 net revenue at 2019 exchange rate (a)	2,175	2,270	2,262	2,544	9,251
2019 net revenue before impact of acquisitions ⁽²⁾ (b)	2,136	2,273	2,201	2,430	9,040
Net revenue from acquisitions ⁽¹⁾	(18)	(39)	376	441	760
2019 net revenue	2,118	2,234	2,577	2,871	9,800
Organic growth (b/a)	-1.8%	+0.1%	-2.7%	-4.5%	-2.3%

2019 Currency impact					
(EUR million)	Q1	Q2	Q3	Q4	FY
GBP ⁽²⁾	3	0	(2)	7	8
USD ⁽²⁾	90	69	55	38	252
Other	0	3	12	7	22
Total	93	72	65	52	282

- (1) Acquisitions (Optix, Independent Ideas, ECOSYS, Domaines Publics, Payer Science, One Digital, The Shed, Kindred, Xebia, IDC Creation, Brilliant, Soft Computing, Rauxa, E2 Media, DigitasAffinityID, McCready Bale Media, Epsilon, RDL, SearchForce), net of disposals
- (2) EUR = USD 1.119 on average in 2019 vs. USD 1.180 on average in 2018
 EUR = GBP 0.877 on average in 2019 vs. GBP 0.885 on average in 2018

2019 NET REVENUE BY SECTOR (1)



GAME CHANGERS IN 2019

Net revenue from game changers



c. €1,300 million

Organic growth of game changers



+18%

Share of game changers in Groupe net revenue



+15% Excluding Epsilon

CONDENSED CONSOLIDATED INCOME STATEMENT

(EUR million)	2019	2018
Net revenue	9,800	8,969
Pass-through revenue	1,201	982
Revenue	11,001	9,951
EBITDA	2,245	2,049
Depreciation	(586)	(526)
Operating margin	1,659	1,523
Amortization of intangibles arising from acquisitions	(204)	(69)
Impairment / Real estate consolidation charge	(209)	(131)
Non-current income and expense	21	(20)
Operating income	1,267	1,303
Net financial income (expenses)	(91)	(71)
Earn-out revaluation	(22)	(13)
Income taxes	(305)	(285)
Associates	(5)	(4)
Minority interests	(3)	(11)
Group Net Income	841	919

2019 CONDENSED CONSOLIDATED INCOME STATEMENT

(EUR million)	2019 P&L	Epsilon acquisition costs	Amortization of intangibles arising from acquisitions	Impairment / Real estate consolidation charge	Main Capital Gain/loss	change in fair value of financial assets	Earn-out revaluation	2019 Headline
Net revenue	9,800							9,800
Pass-through revenue ⁽¹⁾	1,201							1,201
Revenue	11,001							11,001
EBITDA	2,245							2,245
Depreciation	(586)							(586)
Operating margin	1,659	40	-	-	-	-	-	1,699
Amortization of intangibles arising from acquisitions	(204)		204					-
Impairment / Real estate consolidation charge	(209)			209				-
Non-current income and expense	21				(22)			(1)
Operating income	1,267	40	204	209	(22)	-	-	1,698
Net financial income (expenses)	(91)					(15)		(106)
Earn-out revaluation	(22)						22	-
Income taxes	(305)	(10)	(51)	(46)	13	3	-	(396)
Associates	(5)							(5)
Minority interests	(3)							(3)
Group Net Income & Headline Net income	841	30	153	163	(9)	(12)	22	1,188

(1) Pass-through revenue of €1,201 million in 2019 are split between €1,097 million as pass-through costs and € 104 million as depreciation

2018 CONDENSED CONSOLIDATED INCOME STATEMENT

(EUR million)	2018 P&L	Amortization of intangibles arising from acquisitions	Impairment / Real estate consolidation charge	Main Capital Gain/loss	change in fair value of financial assets	Earn-out revaluation	US tax reform Impact	2018 Headline
Net revenue	8,969							8,969
Pass-through revenue ⁽¹⁾	982							982
Revenue	9,951							9,951
EBITDA	2,049							2,049
Depreciation	(526)							(526)
Operating margin	1,523	-	-	-	-	-	-	1,523
Amortization of intangibles arising from acquisitions	(69)	69						-
Impairment / Real estate consolidation charge	(131)		131					-
Non-current income and expense	(20)			18				(2)
Operating income	1,303	69	131	18	-	-	-	1,521
Net financial income (expenses)	(71)				(9)			(80)
Earn-out revaluation	(13)					13		-
Income taxes	(285)	(14)	(28)	-	1	-	(18)	(344)
Associates	(4)							(4)
Minority interests	(11)							(11)
Group Net Income & Headline Net income	919	55	103	18	(8)	13	(18)	1,082

(1) Pass-through revenue of €982 million in 2019 are split between €877 million as pass-through costs and € 105 million as depreciation 39

GROSS DEBT AS OF DECEMBER 31, 2019

Breakdown by maturity

(EUR million)	Total	2020	2021	2022	2023	2024 Onwards
Eurobond 2021 ^{(1) (2)}	768		768			
Eurobond 2023	495				495	
Eurobond 2024 ^{(1) (2)}	644					644
Eurobond 2025 ^{(1) (2)}	774					774
Eurobond 2028 ^{(1) (2)}	773					773
Eurobond 2031 ^{(1) (2)}	771					771
Medium term loans ⁽¹⁾	1,427	326		801	150	150
Earn out / Buy out	383	133	92	74	32	52
Other debt ⁽¹⁾	91	86	5			
Total gross debt	6,126	545	865	875	677	3,164

NET DEBT AS OF DECEMBER 31, 2019

Breakdown by currency

(EUR million)	Total	EUR	USD	GBP	Others
Eurobond 2021 ^{(1) (2)}	768		768		
Eurobond 2023	495	495			
Eurobond 2024 ^{(1) (2)}	644		644		
Eurobond 2025 ^{(1) (2)}	774		774		
Eurobond 2028 ^{(1) (2)}	773		773		
Eurobond 2031 ^{(1) (2)}	771		771		
Medium term loans ⁽¹⁾	1,427	300	1,127		
Earn out / Buy out	383	15	286	15	67
Other ⁽¹⁾	91	88	31	4	(32)
Cash & marketable securities	(3,413)	(184)	(2,261)	(29)	(939)
Net debt (cash)	2,713	714	2,913	(10)	(904)

(1) Including fair values of associated derivatives

(2) Eurobond swapped in USD at fixed rate

NET DEBT AS OF DECEMBER 31, 2019

Breakdown by rate

(EUR million)	Total	Earn-out / Buy-out	Fixed rate	Floatingrate
Eurobond 2021 ^{(1) (2)}	768		768	
Eurobond 2023	495		495	
Eurobond 2024 ^{(1) (2)}	644		644	
Eurobond 2025 ^{(1) (2)}	774		774	
Eurobond 2028 ^{(1) (2)}	773		773	
Eurobond 2031 ^{(1) (2)}	771		771	
Medium term loans ⁽¹⁾	1,427		326	1,101
Other debt ⁽¹⁾	91			91
Total gross debt ex. earn out/buy out	5,743	-	4,551	1,192
Earn-out / Buy-out	383	383		
Cash & marketable securities	(3,413)			(3,413)
Net debt (cash)	2,713	383	4,551	(2,221)

DEFINITIONS

NET REVENUE: Revenue less pass-through costs which comprise amount paid to external suppliers engaged to perform a project and charged directly to clients. Those costs are mainly production & media costs and out of pocket expenses.

ORGANIC GROWTH: Change in net revenue excluding the impact of acquisitions, disposals and currencies.

EBITDA: Operating margin before depreciation.

OPERATING MARGIN: Net revenue after personnel costs, other operating expenses (excl. non-current income and expense) and depreciation (excl. amortization of intangibles arising on acquisitions).

OPERATING MARGIN RATE: Operating margin as a percentage of net revenue.

HEADLINE GROUP NET INCOME: Net income attributable to the Groupe, after elimination of impairment charges, amortization of intangibles arising from acquisitions, the main capital gains (or losses) on disposals, change in the fair value of financial assets, the impact of US tax reform, the revaluation of earn-out debt and Epsilon transaction costs.

EPS (EARNINGS PER SHARE): Group net income divided by average number of shares, not diluted.

EPS, DILUTED (EARNINGS PER SHARE, DILUTED): Group net income divided by average number of shares, diluted.

HEADLINE EPS, DILUTED (HEADLINE EARNINGS PER SHARE, DILUTED): Headline group net income, divided by average number of shares, diluted

CAPEX: Net acquisitions of tangible and intangible assets, excluding financial investments and other financial assets.

FREE CASH FLOW: Net cash flow from operating activities less interests paid & received, repayment of lease liabilities & related interests linked to operating activities

FREE CASH FLOW BEFORE CHANGE IN WORKING CAPITAL REQUIREMENTS: Net cash flow from operating activities less interests paid & received, repayment of lease liabilities & related interests and changes in WCR linked to operating activities

NET DEBT (OR FINANCIAL NET DEBT): Sum of long and short financial debt and associated derivatives, net of treasury and cash equivalents excluding lease liability since 1st January 2018.

AVERAGE NET DEBT: Average of monthly net debt at end of each month.

DIVIDEND PAY-OUT: Dividend per share / Headline diluted EPS.

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