

HAVAS

CONVOCATION NOTICE
ANNUAL GENERAL MEETING
OF 28 MAY, 2025

CONVOCAATION NOTICE

Shareholders are hereby given notice that the Annual General Meeting (**AGM**) of Havas N.V. (Company) will be held on Wednesday 28 May 2025, at 9:00 am CEST at the Hotel Okura Amsterdam, Ferdinand Bolstraat 333, 1072 LH Amsterdam, the Netherlands.

The AGM can be attended either in person in accordance with the procedure as set out in this convocation notice or virtually via a live video webcast which will be made available on the Company's corporate website www.havas.com. Further information regarding the attendance and voting is set out under 'Registration, attendance and voting'.

The agenda of the AGM is as follows:

1. Opening

2. Annual Report 2024

- (a) Report of the Board of Directors of the Company for the financial year 2024 (*discussion item*)
- (b) Remuneration Report 2024 (*advisory voting item*)
- (c) Adoption of the 2024 Financial Statements (*voting item*)

3. Distribution of capital

- (a) Reserve and dividend policy (*discussion item*)
- (b) Distribution of capital from the share premium reserve (*voting item*)

4. Granting of discharge to the directors of the Company in respect of the performance of their duties during the financial year 2024 (*voting item*)

5. Re-appointment of external auditor (*voting item*)

6. Repurchase and cancellation of shares

- (a) Authorization of the Board of Directors to acquire fully paid-up shares in the Company's own share capital (*voting item*)
- (b) Cancellation of shares held or acquired by the Company (*voting item*)

7. Reverse share split (*discussion item*)

8. Amendment to the articles of association of the Company and corresponding adjustment of current delegation to the Board of Directors (*voting item*)

9. Any other business

10. Closing

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1. MEETING DOCUMENTS

The agenda and explanatory notes, the Annual Report 2024 (including, among others, the 2024 Financial Statements, the Report of the Board of Directors of the Company and the Remuneration Report 2024), the proposed amendment to the articles of association of the Company and other meeting documents are available on the Company's corporate website www.havas.com.

Furthermore, the meeting documents are available for review and/or can be obtained free of charge at the head office of the Company, located at 29/30 quai de Dion Bouton, 92800 Puteaux, France. Electronic copies can be obtained by sending an e-mail to agm@havas.com

2. RECORD DATE

Shareholders (which for the purposes of this notice also include holders of rights of usufruct and pledgees with voting rights) are entitled to attend and exercise their voting rights at the AGM if they (i) are registered as such in one of the registers designated by the Company on Wednesday 30 April 2025 at 5:30 pm CEST, after the processing of all entries and deletions on that date (**Record Date**) and (ii) have registered for the AGM in accordance with the procedure as set out below under 'Registration, attendance and voting'.

For shareholders, other than those holding so-called direct registered shares, the designated registers are the administrations of the intermediaries within the meaning of the Dutch Securities Giro Transfer Act (*Wet giraal effectenverkeer*) identifying the shareholders on the Record Date. For shareholders holding so-called direct registered shares, the designated registers are the shareholders registers of the Company which are administered by Uptevia in its capacity as registrar identifying the shareholders holding so-called direct registered shares on the Record Date. Uptevia will inform these shareholders on the AGM and the way to exercise their voting rights.

Changes in shareholdings after the Record Date have no further influence as far as entitlement to vote is concerned.

3. REGISTRATION, ATTENDANCE AND VOTING

Registration

Shareholders holding their shares through their financial intermediary (i.e. the public) who wish to attend the AGM, provide instructions or grant a power of attorney to vote on their behalf, must complete the form (voting form / attendance card request) provided for this purpose by their financial intermediary or by Havas Securities Department – Uptevia. Shareholders should be aware that these documents must be received, no later than on Wednesday 21 May 2025 at 5:30 pm CEST by their financial intermediary for receipt no later than on Thursday 22 May 2025 at 1:30 pm CEST by Uptevia, Assemblées Générales, 90-110 Esplanade du Général de Gaulle 92931 Paris La Défense Cedex, France. The financial intermediary should deliver to the shareholder a certificate of holding containing: name

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and city of residence of the shareholder; number of shares; name and city of residence of the attendee (if different from the shareholder) (**Registration Certificate**) and declaration that the shares were in custody with the Euroclear France-admitted institution on the Record Date. This Registration Certificate will serve as the admission certificate for the AGM for the respective shareholder.

Proxy Voting

(a) Voting by proxy to a third party

Notwithstanding the requirement to notify the Company in accordance with the procedure as set out above under 'Registration', shareholders can also give a proxy to a third party to exercise their voting rights on their behalf at the AGM. The proxy may be given via their financial intermediary, in which case it must be received by no later than Wednesday 21 May 2025 at 5:30 pm CEST, for receipt no later than on Thursday 22 May 2025 at 1:30 pm CEST by Uptevia, Assemblées Générales, 90-110 Esplanade du Général de Gaulle 92931 Paris La Défense Cedex, France.

(b) Voting by proxy to an independent third party

Notwithstanding the requirement to notify the Company in accordance with the procedure as set out above under 'Registration', shareholders can also give a proxy to Mr. M.P. van Agt, civil law notary in Amsterdam (or his substitute, a deputy civil law notary at Loyens & Loeff N.V.) to exercise their voting rights on their behalf at the AGM. The proxy may be given via their financial intermediary, in which case it must be received by no later than Wednesday 21 May 2025 at 5:30 pm CEST, for receipt no later than on Thursday 22 May 2025 by Uptevia at 1:30 pm CEST, Assemblées Générales, 90-110 Esplanade du Général de Gaulle 92931 Paris La Défense Cedex, France.

4. OTHER PERSONS ENTITLED TO ATTEND THE AGM

The general information about the AGM in this convocation notice, including the procedure for attending and registering for the AGM (in person or virtually), applies mutatis mutandis to those who, other than shareholders, are legally entitled to attend the AGM.

5. QUESTIONS

Shareholders entitled to vote and who attend the meeting physically, may ask questions in relation to the agenda items.

The aim will be to answer all questions during the AGM as the agenda allows and to the extent appropriate in view of the orderly conduct of the meeting. The chairperson of the AGM may decide on the order of the meeting at its own discretion. All questions and answers will be published on the website after the AGM.

In addition, shareholders may submit questions regarding the agenda items prior to the AGM, ultimately on Sunday 25 May 2025 at 9:00 am CEST, by email to agm@havas.com

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6. ENTRANCE AND IDENTIFICATION

The Registration Certificate delivered to the shareholder by their financial intermediary will serve as the admission certificate for the AGM for the shareholder. Alongside this admission certificate, a proof of identity will be required for the purpose of validating the admission certificate. Shareholders and/or other attendants wishing to attend the meeting, and who have successfully completed the registration steps as described above, are kindly requested to ensure having a valid proof of identity with them. Attendants unable to demonstrate a valid proof of identity will not be allowed in the meeting. The admission of the shareholders with a valid admission certificate will be taking place from 8:00 am CEST until the 8:55 am CEST.

7. WEBCAST

The AGM can be followed virtually on Wednesday 28 May 2025 via a live video webcast which will be made available on the Company's corporate website www.havas.com.

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