



**Havas N.V.**  
**Questions & Answers**  
**Individual shareholders**

## **Part 1 - Holding Havas shares**

### **1/ What are the different ways to hold Havas shares?**

You can hold your Havas N.V. ("**Havas**") shares in two ways: (i) through Euroclear France S.A. or (ii) directly in the Dutch shareholders' register.

#### **Shares held through Euroclear France S.A.**

Shares held through Euroclear France S.A. may be held in two different forms:

- **In BEARER FORM**

Bearer shares are managed by a financial intermediary chosen by the shareholder, who alone knows the identity of its clients. Havas therefore has no knowledge of the identity of the shareholder.

- **In REGISTERED FORM**

The name of the shareholder appears in the registers of Havas, which facilitates communication between the company and its shareholders.

There are two types of registered shares:

- **Fully registered shares:** shares are registered and kept in the name of the shareholder in the books of Havas. However, the record keeping of these shares may be delegated to Uptevia, which acts as a custody account keeper. In this way, Uptevia becomes your single point of contact.
- **Administered registered shares:** shares are registered in the books of Havas but are held by the financial intermediary chosen by the shareholder. This financial intermediary manages your account and is your sole contact. However, the intermediary informs Uptevia of the existence of your shares.

#### **Shares held in the Dutch shareholders' register**

The Dutch register of Havas' shareholders is kept by TMF Administrative B.V. ("**TMF**") in the Netherlands. Havas' shares in this register are registered and kept in the name of the shareholder.

## 2/ What are the advantages of holding registered shares through Euroclear France S.A.?

- ***Exemption from custody fees if you register your shares in a fully registered account, the management of which was delegated by Havas to Uptevia.***

The only fees you will have to pay (as you would have if your shares were held in bearer form) are brokerage fees for transactions (purchase or sale) carried out at your request.

- ***Direct access to Uptevia, if you register your shares in an administered registered account.***

A team of securities management professionals, as well as Uptevia's Shareholder Relations Department, is available to shareholders from 9:00 a.m. to 6:00 p.m. (Paris time), Monday to Friday:

Telephone from France: 0 800 007 535

Phone from abroad: + 33 1 49 37 82 36

Online contact form: [www.investors.uptevia.com](http://www.investors.uptevia.com)

You can also write to: [individualshareholders@havas.com](mailto:individualshareholders@havas.com)

- ***Joining the Havas Loyalty Register, if you register your shares in a fully registered account, the management of which was delegated by Havas to Uptevia.***

If a shareholder wishes to transfer its shares to the Loyalty Register, the shares must first be held, through Euroclear France S.A., as fully registered shares (see below).

## 3/ Is it possible to transfer my Havas shares to hold them in registered form, through Euroclear France S.A.?

Yes. Simply send a written request to your usual financial intermediary who manages your Havas shares.

You have two options:

- **Administered registered shares**

Your shares are held and managed by your current financial intermediary. At your request, your financial intermediary will convert your shares from bearer form to administered registered form.

However, you will continue to pay custody fees, as your bank will continue to manage your shares.

If the Havas shares you wish to hold in registered form are included in a share savings plan (*Plan d'épargne en actions* – PEA), it is strongly advised to opt for administered registered shares. The PEA must be managed by your financial intermediary, so you continue to have a single entity for both the PEA and the administered registered account.

- **Fully registered shares**

At your request, your financial intermediary will transfer your shares to Uptevia, the custody account keeper appointed by Havas.

In this case, Uptevia will be your single point of contact.

Your shares will be managed by a professional, while benefiting from the exemption of custody fees, which are paid by Havas.

You can request a fully registered share transfer from UPTEVIA's investor relations department, through the contact form on their website: [www.investors.uptevia.com](http://www.investors.uptevia.com).

This form should be sent to your financial intermediary.

#### **4/ How does Havas's Special Voting Shares mechanism work?**

Each shareholder can elect to participate in Havas's special voting shares mechanism by registering their Havas shares in the Havas Loyalty Register, which is kept by TMF in the Netherlands.

It is important to note that once registered in the Loyalty Register, Havas shares are blocked and can no longer be traded on Euronext Amsterdam. If a shareholder wishes to sell or transfer shares registered in the Loyalty Register, these shares must first be removed from the Loyalty Register, thereby forfeiting any Special Voting Shares (or rights thereto) attached to them.

Shareholders holding shares registered in their name in the Loyalty Register for an uninterrupted two-year period will be entitled to receive one Special Voting Share A for each ordinary share registered in the Loyalty Register (and meeting the above conditions). The Special Voting Share A is an additional share conferring a voting right which is added to the ordinary share which already confers a voting right, enabling the holder of these shares to benefit from a double voting right.

Shareholders holding shares registered in their name in the Loyalty Register for an uninterrupted four-year period may, at their option and upon express request to TMF, benefit from the conversion of their Special Voting Share A into a Special Voting Share B. Each Special Voting Share B confers three voting rights to its holder, in addition to the voting right of the ordinary share, which gives the holder a four voting rights.

For additional information on the Loyalty Register, please refer to the Terms & Conditions of the Special Voting Shares A and B available on Havas's website ([www.havas.com](http://www.havas.com)).

For additional information on the tax risks related to the receipt, ownership or transfer of Special Voting Shares A and B, please refer to Section 7.2.5 of Havas's annual report for the 2024 financial year, available on the Havas website ([www.havas.com](http://www.havas.com)).

#### **5/ How can I obtain double or quadruple voting rights?**

If a shareholder wishes to transfer its shares to the Loyalty Register, the shares must first be held, through Euroclear France S.A., in fully registered form.

If the shares are held through Euroclear France S.A., in bearer or administered registered form, the shareholder must ask Uptevia to transfer the shares to fully registered form (see above).

Once the shares are held, through Euroclear France S.A., in fully registered form, the shareholder must request a transfer by submitting a deed of transfer, which will be made available by Uptevia. Uptevia will then submit that transfer to TMF and block the shares for as long as they are registered in the Loyalty Register.

For additional information on the Loyalty Register, please refer to the Terms & Conditions of the Special Voting Shares A and B available on Havas's website ([www.havas.com](http://www.havas.com)).

For additional information on the tax risks related to the receipt, ownership or transfer of Special Voting Shares A and B, please refer to Section 7.2.5 of Havas's annual report for the 2024 financial year, available on the Havas website ([www.havas.com](http://www.havas.com)).

## **Part 2 - Shareholders relations**

### **1/ How can I obtain information on Havas N.V. and its financial results?**

In connection with the admission of the Havas shares to trading on Euronext Amsterdam, on December 16, 2024, the Group's senior management held a "Capital Markets Day" presentation for the financial community which lasted several hours. The presentation is available on Havas's website ([www.havas.com](http://www.havas.com)), on the Investors/Shareholders page ([www.havas.com/investor-relations-shareholders/](http://www.havas.com/investor-relations-shareholders/)).

You will also find financial publications (including financial press releases, financial reports, financial presentations of annual and half-yearly results) in:

- the "Financial press releases & presentations" ([www.havas.com/investor-relations-shareholders/financial-press-releases-presentations/](http://www.havas.com/investor-relations-shareholders/financial-press-releases-presentations/)) and;
- "Regulated information" sections ([www.havas.com/investor-relations-shareholders/regulated-information/](http://www.havas.com/investor-relations-shareholders/regulated-information/)).

### **2/ How can I obtain an Annual Report?**

The Annual Report can be accessed and downloaded in the "Regulated information" section [www.havas.com/investor-relations-shareholders/regulated-information/](http://www.havas.com/investor-relations-shareholders/regulated-information/) of Havas's website ([www.havas.com](http://www.havas.com)).

### **3/ I would like to ask a question to a member from the shareholder relations team. How can I contact you?**

You can contact the shareholders relations service at the following address:  
[individualshareholders@havas.com](mailto:individualshareholders@havas.com)

### **4/ I own Havas shares, but I do not receive any documents from the company, and I am not invited to the General Meeting. How can this be explained?**

If you would like to keep up to date with the latest news from your group and take part in the Annual General Meeting, you can:

- visit our website [www.havas.com](http://www.havas.com), and in particular the "Newsroom" [www.havas.fr/newsroom/](http://www.havas.fr/newsroom/) and "Investor relations & shareholders" » [www.havas.com/investor-relations-shareholders/](http://www.havas.com/investor-relations-shareholders/) sections;
- contact individual shareholders department at the following email address:  
[individualshareholders@havas.com](mailto:individualshareholders@havas.com).

## Part 3 - The Havas share

### 1/ On which markets are Havas shares listed?

Since December 16, 2024, the ordinary shares of Havas N.V. are listed on the regulated market Euronext Amsterdam.

The competent market authority is the Dutch Authority for the Financial Markets, the AFM (*Stichting Autoriteit Financiële Markten*) ([www.afm.nl/en/](http://www.afm.nl/en/)).

### 2/ What are the Havas share codes?

ISIN code: NL0015002AH0

## Part 4 - Dividends

### 1/ What is a dividend?

The dividend is the portion of the company's net income or reserves distributed to shareholders. The amount of the dividend, proposed by the Board of Directors, is submitted to the shareholders for approval at the Annual General Meeting.

To receive the dividend, a shareholder must own shares on the Record Date, as determined by the Board of Directors and announced in the convocation notice of the General Meeting.

Information on the amount of dividend to be proposed for approval at the General Meeting is available on the company's website ([www.havas.com](http://www.havas.com)), in the "Investor relations & shareholders" section ([www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/](http://www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/)), under the categories "Annual General Meeting" and "Regulated information" [www.havas.com/investor-relations-shareholders/regulated-information/](http://www.havas.com/investor-relations-shareholders/regulated-information/).

### 2/ When will the dividend be paid?

The dividend payment schedule is specified in the press release published by Havas after the Annual General Meeting, if a resolution concerning the proposed dividend distribution has been submitted to the shareholders' vote and has been adopted. No action is required from the shareholder to receive this dividend.

A provisional timetable for the payment of the dividend is set out in the convening notice for the Annual General Meeting.

Information on the amount of dividend to be proposed for approval at the General Meeting is available on the company's website ([www.havas.com](http://www.havas.com)), in the "Investor relations & shareholders" section ([www.havas.com/investor-relations-shareholders/](http://www.havas.com/investor-relations-shareholders/)), in the categories:

- "Annual General Meeting" ([www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/](http://www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/)); and
- "Regulated information" ([www.havas.com/investor-relations-shareholders/regulated-information/](http://www.havas.com/investor-relations-shareholders/regulated-information/)).

### 3/ How will the dividend be taxed?

The rules set out below are only a simplified summary of the French tax consequences, based on current legislation, and only concern individual shareholders of Havas.

Shareholders are advised to consult their usual tax advisors to determine the exact treatment applicable to them.

The dividend will be treated as a French-sourced dividend for tax purposes, since Havas is a French resident company for tax purposes, even though its registered office is in the Netherlands.

#### **A. Shareholders who are individual French tax residents and hold Havas shares outside of a PEA**

There are two possible methods of taxation:

- Single flat-rate tax levy of 30% (12.8% personal income tax + 17.2% social levies), without the 40% rebate or a deduction of the general social contribution (*contribution sociale généralisée* – CSG).
- If you expressly and irrevocably opt for the progressive income tax rate scale (applicable to all investment income): taxation at the income tax rate scale (with a 40% rebate) + 17.2% social levies (without rebate, including 6.8% of deductible CSG).

A non-discharging tax levy of 12.8% will be levied upon payment of the dividend, and will be deducted from the final amount of personal income tax (unless the non-discharging tax levy is waived under certain conditions). Except in special cases, social levies will be levied under the same conditions as the non-discharging tax levy.

The dividend will also be taken into account, where applicable, for the exceptional contribution on high income and the new incremental surtax on high income, applicable in respect of income received in 2025.

#### **B. Shareholders who are individual French tax residents and hold Havas shares through a PEA**

In principle, the dividend should be exempted from personal income tax and social levies upon payment of the dividend and throughout the duration of the PEA. The persons concerned are invited to contact their advisor to determine the consequences applicable in the event of withdrawal or closure of the PEA.

#### **C. Individual shareholders who are not French tax residents**

The dividend is subject to 12.8% withholding tax (provided that you do not receive the payment in a non-cooperative country or territory).

## Part 5 - The general meeting

### 1/ What is a general meeting?

The general meeting is the meeting of a company's shareholders, during which they discuss and vote on important decisions affecting the life of the company. It is also an opportunity for the management to inform shareholders about the Group's activities and results.

The general meeting generally adopts resolutions by a simple majority of the votes cast by shareholders present or represented, unless a qualified majority is required by law.

The annual general meeting must be held once a year, within 6 months of the end of the financial year. The main items put to the vote of the shareholders are the adoption of the annual financial statements; the

amount of the dividend; the discharge of the members of the Board of Directors for the performance of their duties during the last financial year; and the appointment or re-appointment of the members of the Board of Directors and the Statutory Auditors.

The Annual General Meeting of Havas shareholders takes place in the Netherlands and is broadcasted live via webcast.

Information on the General Meeting is available on the company's website ([www.havas.com](http://www.havas.com)), in the "Investor relations & shareholders" section ([www.havas.com/investor-relations-shareholders/](http://www.havas.com/investor-relations-shareholders/)), under the categories:

- "Annual General Meeting" ([www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/](http://www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/)) and;
- "Regulated information" ([www.havas.com/investor-relations-shareholders/regulated-information/](http://www.havas.com/investor-relations-shareholders/regulated-information/)).

## **2/ What are the voting rights attached to my Havas shares?**

Each shareholder has as many voting rights as the number of shares it holds and may cast as many votes as the number of shares it holds at a General Meeting, subject to the voting rights attached to Special Voting Shares A and B (see above).

## **3/ How can I be informed of the date of the General Meeting?**

Havas publishes a convening notice on its website at least 42 calendar days before the General Meeting, in accordance with Dutch law.

The notice specifies the matters to be discussed and submitted to a vote; the date and place of the General Meeting; the record date; the manner in which persons entitled to attend the General Meeting may register and exercise their rights; the deadline for registering for the general Meeting; and the place where documents regarding the General Meeting may be obtained; as well as any other additional information required by Dutch law.

Information on the General Meeting is available on the company's website ([www.havas.com](http://www.havas.com)), in the "Investor relations & shareholders" section ([www.havas.com/investor-relations-shareholders/](http://www.havas.com/investor-relations-shareholders/)), under the categories:

- "Annual General Meeting" ([www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/](http://www.havas.com/investor-relations-shareholders/2025-annual-general-meeting/)) and;
- "Regulated information" ([www.havas.com/investor-relations-shareholders/regulated-information/](http://www.havas.com/investor-relations-shareholders/regulated-information/)).