
DIVIDEND POLICY

HAVAS N.V.

Dated as of 16 December 2024

DIVIDEND POLICY

1 Introduction

- 1.1 This dividend policy (the **Dividend Policy**) of Havas N.V. (the **Company**) was adopted by the board of directors of the Company (the **Board**) on 11 December 2024 and is effective as from and including 16 December 2024 and shall remain in full force and effect until amended or terminated (in whole or in part).

2 Dividend Policy

- 2.1 Subject to any needs that may arise, this Dividend Policy seeks to be consistent with the growth and cash generating profile of the Company, while maintaining the Company's ability to finance its development.
- 2.2 The Company will target the delivery of a regular return on capital to its shareholders by means of a yearly dividend payment that is expected to represent around 40% of net income, Group share for the relevant financial year (commencing in 2025 for the financial year ended December 31, 2024).

3 Applicable requirements/Distributions

- 3.1 Pursuant to the Dutch Civil Code (*Burgerlijk Wetboek*) and the articles of association of the Company, the distribution of profits shall be made following the adoption of the Company's annual accounts from which it appears that such distribution is permitted. The Company may make distributions to its shareholders, whether from profits or from its reserves, only to the extent that the Company's equity exceeds the sum of the paid up and called up part of its issued capital plus the reserves which must be maintained pursuant to Dutch law and the articles of association of the Company.
- 3.2 The making of a distribution on shares in the capital of the Company from the Company's profits is resolved on by the general meeting of shareholders of the Company (the **General Meeting**), provided that the General Meeting may only resolve to make a distribution in kind or in the form of ordinary shares in the capital of the Company at the proposal of the Board, and the Board, or the General Meeting at the proposal of the Board, may resolve to make distributions from the share premium reserve and other distributable reserves maintained by the Company.
- 3.3 Any dividends that are paid to shareholders through Euroclear France will be automatically credited to the relevant shareholders' accounts without the need for the shareholders to present documentation proving their ownership of the shares in the capital of the Company. Payment of dividends on the shares in the capital of the Company in registered form (not held through Euroclear France, but directly) may be made through Euroclear France or directly to the relevant shareholder using the information provided by such shareholder for that purpose.

3.4 Dividends and other distributions shall be made payable not later than the date determined by the Board. Claims to dividends and other distributions not made within five (5) years from the date that such dividends or distributions became payable will lapse and any such amounts will be considered to have been forfeited to the Company.

4 Website

This Dividend Policy, and any amendments thereto, shall be published on the Company's website.

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