1975 – 2015

40 Years

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GAME CHANGERS

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GENERAL MEETING OF SHAREHOLDERS

FRIDAY, 24TH APRIL 2015

24 April 2015

GAME CHANGERS

AGENDA

1 2014 SUMMARY

2 IPSOS’ TRANSFORMATION, THE NEW WAY

3 PERSPECTIVES

4 MAIN RESOLUTIONS

1

2014 SUMMARY

INCOME STATEMENT

In millions of euros	2014	2013 Published	2013 Restated**
Revenue	**1,669.5**	1,712.4	1,695.0
Gross profit	**1,072.2**	1,098.8	1,073.7
Gross profit/Revenue	**64.2%**	64.1%	
Operating margin	**173.1**	182.1	158.1
Operating margin/Revenue	**10.4%**	10.6%	
Other operating income and expense	**(17.2)**	(18.2)	(18.9)
Net impact of Remeasurements relating to the Synovate transaction post allocation period	**-**	(71.3)	(71.3)
Finance costs	**(22.8)**	(23.4)	(23.4)
Income tax	**(34.1)**	(33.5)	(28.2)
Net profit (attrib. to the Group)	**89.7**	17.4	<2.1>
Net income Group share (excluding net impact of Remeasurements relating to the Synovate transaction post allocation period)	**89.7**	88.7	69.1
Adjusted net profit* (attrib. to the Group)	**120.8**	121.0	103.0

**Adjusted net profit is calculated before non-cash items linked to IFRS 2 (share-based payments), amortisation of acquisition-related intangible assets (client relationships), deferred tax liabilities related to goodwill on which amortisation is tax-deductible in certain countries and the impact net of tax of other non-recurring income and expenses.*

***2013 restated: corrections of errors of former periods (2013, 2012 and before) allocated integrally on 2013 accounts due to the impossibility to distinguish in a reliable way the period concerned.*

INCREASE IN FREE CASH FLOW OF 52.8%

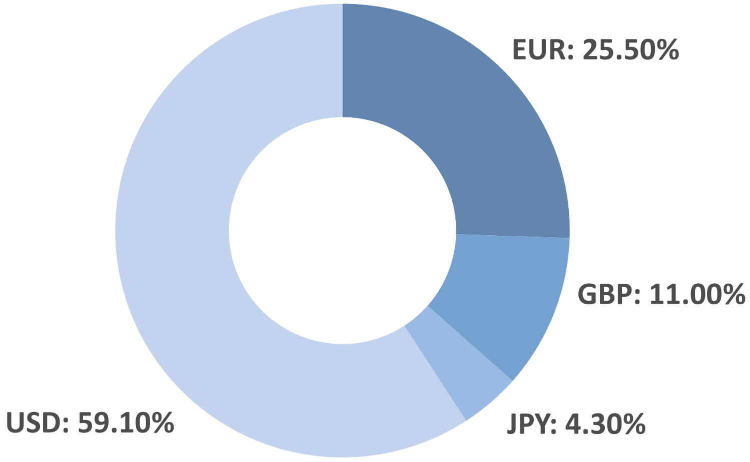
In millions of euros	2014	2013 Published	Variation
Gross Operating Cash flow	**192.6**	**196.3**	-1.9%
Change in WCR	(18.7)	(54.1)	
Tax and interest expense	(44.5)	(49.8)	
Purchases of PP&E and intangible assets	(15.6)	(18.0)	
Free Cash flow	**113.7**	**74.4**	+52.8%
Acquisitions	**(9.0)**	**(9.4)**	
Capital increase/(decrease)	-	0.2	
Share repurchase	(11.5)	(3.9)	
Net change in debt	(61.6)	(25.4)	
Dividends	(35.3)	(29.9)	
Cash at end of period	**149.3**	**148.7**	+0.4%

DECREASE OF DEBT AT CONSTANT EXCHANGE RATE

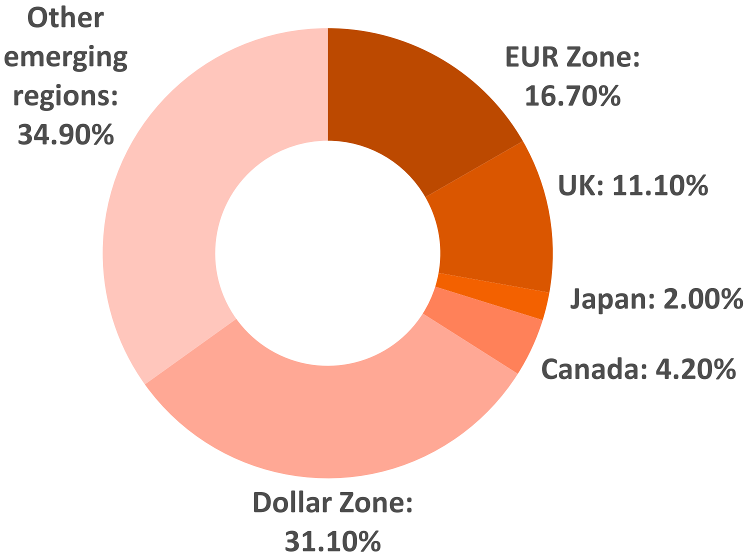
In millions of euros	2014	2013 Published
Shareholders' equity	901	852
Net debt	545	545
Net debt at exchange rate 31/12/2013	**485**	
Gearing	60.5%	63.9%
Net debt (at exchange rate 31/12) / EBITDA (at average exchange rate)	x 2.6	x 2.5
Net debt / EBITDA – At constant exchange rate – Average 2014	**x 2,4**	
Interest cover (operating margin/interest expense)	x 7.6	x 8.2

CURRENCY BREAKDOWN

DEBT BREAKDOWN



IPSOS' ACTIVITIES BREAKDOWN



PROPOSED DIVIDEND OF 75 CENTIMES (+7%)

	2014	2013 Published
Dividend per share	0.75	0.70
Earnings per share	1.98	0.38
Adjusted earnings per share	2.67	2.67
Adjusted earnings per share distributed	**28.1%**	**26.2%**

IPSOS' TRANSFORMATION

THE NEW WAY
Standpoint

OVERVIEW

MARKETS ARE EVOLVING

- Growth is **slowing down**
- **Competition** is **tougher**
- Institutions are **weaker**
- Fragmentation / Globalisation / Confusion

CLIENTS' NEEDS FOR SERVICES (AND INFORMATION) ARE EVOLVING

- **SECURITY**
  Security of sources, techniques and practices
- **SIMPLICITY**
  Many questions, several sources, multiple decision-makers: information needs to be clearly delivered
- **SPEED**
  Decision-makers often need to be informed in real-time
- **SUBSTANCE**
  What we do? Why? How?

→ Describing is no longer enough. Now it is time to understand, contextualise, and align decision-makers

IN THIS CONTEXT IPSOS DECIDED TO:

- **SIMPLIFY** ITS ORGANISATION
- **CLARIFY** ITS PURPOSE
- **MUTUALISE/GLOBALISE** ITS OPERATING MODEL
- **INCREASE** ITS CLIENT BASE

- DEVELOP **NEW SERVICES**

WHERE ARE WE NOW?

THE NEW SERVICES

Beyond data production and surveys, new services fall into four main categories:

New ways to observe/measure behaviour/words	Inform without delay	Integrate data	Formalise and monetise knowledge and points of view
Mediacell Ethnography centers Social listening Neurosciences Passive measurement Behavioural economics Audits	Mobile Overnight services Enterprise Feedback Management (EFM) solutions	Analytics Ipsos Science Center	Market Entry Research Workshops Advisory teams Ipsos Knowledge Center

- In 2014, these new services accounted for €120 million
- In 2015, double-digit growth is expected

Their increase in the developed markets for the first quarter of 2015: +27%.

3 PERSPECTIVES

1ST QUARTER OF 2015 BY GEOGRAPHICAL AREA

	1st quarter 2015	1st quarter 2014	Change 2015/2014	Organic growth
Europe, Middle East and Africa	168.9	165.7	1.9%	-0.5%
Americas	147.3	124.7	18.1%	1%
Asia-Pacific	63.4	52.9	19.9%	4%
Quarterly revenues	**379.6**	**343.3**	**10.6%**	**0.8%**

1ST QUARTER OF 2015 BY BUSINESS LINE

	1st quarter 2015	1st quarter 2014	Change 2015/2014	Organic growth
Media and Advertising Research	90.1	85.7	5.1%	-2%
Marketing Research	199.8	177.9	12.3%	1%
Opinion and Social Research	41.8	35.4	17.9%	7.5%
Client and Employee Relationship Management	48.0	44.3	8.2%	1.5%
Quarterly revenues	**379.6**	**343.3**	**10.6%**	**0.8%**

2015-2017 PROJECTIONS

In 2015

Organic growth
of 1 to 2%

an operating margin:
of 10% after
New Way-related
expenses (€20 million)

In 2016 2017

Organic growth
of 2 to 5% in 2016
and 2017

an operating margin:
of 11 to 12% from now
until 2017

4 MAIN RESOLUTIONS

MAIN RESOLUTIONS

1. **FURTHER DIVIDEND INCREASE**
2. **NEW DIRECTOR: Mr. NEIL JANIN**
3. **GOVERNANCE REFOCUSING**

→ Decrease in the number of Directors: 17 to 11 (including 4 independent)

→ More than 20% of the Directors in the board are women

4. **FREE SHARES ALLOCATION**

→ attributed to 967 people compared with 1030 in 2014

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