



## CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Amount to be Registered	Proposed Maximum Aggregate Price Per Unit*	Proposed Maximum Aggregate Offering Price**	Amount of Registration Fee
American Depositary Shares evidenced by American Depositary Receipts, each American Depositary Share representing one-half of one ordinary share of Publicis S.A.	50,000,000	\$0.05	\$2,500,000	\$286.50

\*Each unit represents one American Depositary Share.

\*\*Estimated solely for the purpose of calculating the registration fee. Pursuant to Rule 457(k), such estimate is computed on the basis of the maximum aggregate fees or charges to be imposed in connection with the issuance of receipts evidencing American Depositary Shares.

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933, as amended, or until this Registration Statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a), may determine.

This Registration Statement may be executed in any number of counterparts, each of which shall be deemed an original, and all of such counterparts together shall constitute one and the same instrument.

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PART I  
INFORMATION REQUIRED IN PROSPECTUS  
PROSPECTUS

The Prospectus consists of the proposed form of American Depositary Receipt, included as Exhibit A to the Deposit Agreement filed as Exhibit (a) to this Registration Statement and incorporated herein by reference.

Item 1. DESCRIPTION OF SECURITIES TO BE REGISTERED

CROSS REFERENCE SHEET

Item Number and Caption		Location in Form of American Depositary Receipt ("Receipt") Filed Herewith as Prospectus
1.	Name of depositary and address of its principal executive office	Face of Receipt, Introductory article and bottom center
2.	Title of Receipts and identity of deposited securities	Face of Receipt, Top center
	Terms of Deposit:	
(i)	The amount of deposited securities represented by one American Depositary Share	Face of Receipt, Upper right corner
(ii)	The procedure for voting, if any, the deposited securities	Articles (15), (16) and (18)
(iii)	The collection and distribution of dividends	Articles (4), (12), (13), (15) and (18)
(iv)	The transmission of notices, reports and proxy soliciting material	Articles (11), (15), (16) and (18)
(v)	The sale or exercise of rights	Articles (13), (14), (15) and (18)
(vi)	The deposit or sale of securities resulting from dividends, splits or plans of reorganization	Articles (12), (13), (15), (17) and (18)
(vii)	Amendment, extension or termination of the deposit arrangements	Articles (20) and (21) (no provision for extensions)
(viii)	Rights of holders of Receipts to inspect the transfer books of the	Article (11)

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depository and the list of holders of  
Receipts

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| (ix) | Restrictions upon the right to deposit or withdraw the underlying securities             | Articles (2), (3), (4), (5), (6), (8) and (22) |
| (x)  | Limitation upon the liability of the depository  | Articles (14), (18), (19) and (21)             |
| 3.   | Fees and charges which may be imposed directly or indirectly against holders of Receipts | Articles (7) and (8)                           |
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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Deutsche Bank Trust Company Americas, on behalf of the legal entity created by the Deposit Agreement, by and among Publicis S.A., Deutsche Bank Trust Company Americas, as depositary, and all Holders from time to time of American Depositary Shares evidenced by American Depositary Receipts issued thereunder, certifies that it has reasonable grounds to believe that all the requirements for filing on Form F-6 are met and has duly caused this Registration Statement on Form F-6 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on June 18, 2012.

Legal entity created by the Deposit Agreement for the issuance of American Depositary Receipts evidencing American Depositary Shares, each representing one-half of one ordinary share of Publicis S.A.

Deutsche Bank Trust Company Americas, solely in its capacity as Depositary

By: /s/ James Kelly

Name: James Kelly  
Title: Vice President

By: /s/ Christopher Konopelko

Name: Christopher Konopelko  
Title: Director

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Publicis S.A. certifies that it has reasonable grounds to believe that all the requirements for filing on Form F-6 are met and has duly caused this registration statement or amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in France on June 18, 2012.

Publicis S.A.

By: /s/ Maurice Levy

Name: Maurice Levy

Title: Chief Executive Officer

Know all persons by these presents that each person whose signature appears below constitutes and appoints Maurice Levy his or her true lawful attorney-in-fact and agent with full and several power of substitution and resubstitution for and in his or her name, place and stead, in any and all capacities, to sign any and all amendments, including post-effective amendments and supplements to this registration statement and any registration statements pursuant to Rule 462(b) under the Securities Act of 1933, as amended, relating thereto, and to file the same, with all exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as they or he or she might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent, or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

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Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement or amendment has been signed by the following persons in the capacities indicated on June 18, 2012.

Signatures	Capacity
/s/ Maurice Levy Maurice Levy	Chief Executive Officer and Chairman of the Management Board
/s/ Jean-Yves Naouri Jean-Yves Naouri	Chief Operating Officer and member of the Management Board
/s/ Jean-Michel Etienne Jean-Michel Etienne	Chief Financial Officer and member of the Management Board (principal financial and accounting officer)
Kevin Roberts	Member of the Management Board
Jack Klues	Member of the Management Board
/s/ John R. Betley John R. Betley, President, MMS USA Holdings, Inc.	Authorized Representative in the United States

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INDEX TO EXHIBITS

Exhibit Number

(a) Form of Deposit Agreement

(d) Opinion of counsel to the Depositary