

2026 FIRST QUARTER

—
April 28, 2026

OMNICOM

HIGHLIGHTS

- **Strong momentum since closing**

- Strategically repositioned the portfolio for growth, sharpening our focus on the highest-growing, most connected parts of our business
- New Omni platform launched across the group, integrating Acxiom's data and identity solution
- Resulting in new client wins and extensions

- **Strong revenue and profit growth from Core Operations in Q1**

- +3.9% organic revenue growth
- +\$180 million Adj. EBITA growth
- Adj. EBITA margin expansion to 14.8% from 12.4% driven primarily by synergies from the acquisition of Interpublic
- On plan to meet cost reduction synergy targets

- **Diluted EPS of \$1.90 per share Non-GAAP Adjusted, an increase of 11.8% in Q1 2026**

- **Significant capital remains available under our \$5B share repurchase authorization**

- \$2.8 billion in share repurchases in Q1 with remainder to be completed over the next 12 months

First Quarter

	2026			2025		
	Omnicom			Combined (OMC + IPG)		
	2026 Consolidated	Less: Dispositions & Held for Sale	Core Operations (Net of Dispositions & Held for Sale)	2025 Combined	Less: Dispositions & Held for Sale	Core Operations (Net of Dispositions & Held for Sale)
Revenue	\$ 6,242.9	\$ 627.2	\$ 5,615.7	\$ 6,013.0	\$ 748.3	\$ 5,264.7
Adjusted Operating Income	\$ 744.0	25.0	719.0	\$ 652.5	36.0	616.5
Operating Income Margin %	11.9 %	4.0 %	12.8 %	10.9 %	4.8 %	11.7 %
Adjusted EBITA	\$ 861.4	\$ 27.9	\$ 833.5	\$ 694.7	\$ 41.6	\$ 653.1
EBITA Margin %	13.8 %	4.4 %	14.8 %	11.6 %	5.6 %	12.4 %

In millions. See Definitions on page 11, Non-GAAP reconciliations on pages 15 - 19, and page 19 - 21 for OMC and IPG combined.

Note: Core Operations, net of dispositions and held for sale: calculated from the consolidated revenue, adjusted operating income and adjusted EBITA of Omnicom, excluding businesses that have been disposed of or are classified as held for sale. Amounts for 2025 are calculated on a combined basis for Omnicom and IPG.

INCOME STATEMENT SUMMARY -

Reported and Non-GAAP Adjusted

First Quarter

	Reported 2026	Non-GAAP Adjustments	Non-GAAP Adj. 2026	Reported 2025	Non-GAAP Adjustments	Non-GAAP Adj. 2025
Revenue	\$6,242.9		\$6,242.9	\$3,690.4		\$3,690.4
Operating Expenses:						
Severance and repositioning costs ^(a)	4.1	(4.1)	—	—		—
Loss on dispositions	34.3	(34.3)	—	—		—
Selling, general and administrative ^(a)	224.5	(59.4)	165.1	117.9	(33.8)	84.1
Operating Expenses ^(a)	5,596.7	(97.8)	5,498.9	3,237.8	(33.8)	3,204.0
Operating Income^(a)	646.2	97.8	744.0	452.6	33.8	486.4
Operating Income Margin %	10.4 %		11.9 %	12.3 %		13.2 %
Net Interest Expense	72.0		72.0	29.4		29.4
Income Tax Expense ^(b)	154.6	20.2	174.8	120.7	1.1	121.8
<i>Income Tax Rate</i>	26.9 %		26.0 %	28.5 %		26.7 %
Income (Loss) from Equity Method Investments	(0.9)		(0.9)	0.9		0.9
Net Income Attributed to Noncontrolling Interests	13.5		13.5	15.7		15.7
Amortization of intangible assets (after- tax)	—	86.9	86.9	—	16.1	16.1
Net Income - Omnicom Group Inc.^{(a)(b)}	\$ 405.2	\$164.5	\$ 569.7	\$ 287.7	\$48.8	\$ 336.5
Net Income per Share - Diluted^{(a)(b)(5)}	\$ 1.35		\$ 1.90	\$ 1.45		\$ 1.70
Non-GAAP Measures:						
EBITA ⁽⁵⁾	\$ 763.6	\$97.8	\$ 861.4	\$ 474.4	\$33.8	\$ 508.2
EBITA Margin %	12.2 %		13.8 %	12.9 %		13.8 %

- In millions except per share amounts. See Definition (6), Notes on page 11, and Non-GAAP reconciliations on pages 15 - 19.
- Operating expenses for the three months ended March 31, 2026 increased compared to the prior year period, primarily due to the acquisition of IPG. Amortization of acquired intangible assets are already reflected in the "Non-GAAP Adj." column of the income statement and included within reported EBITA. It is presented in the net income section to show its impact on Adjusted Net Income - Omnicom Group Inc. and Adjusted Net Income per Share - Diluted.
- Weighted-average diluted shares for the three months ended March 31, 2026 and 2025 were 299.2 million and 198.3 million, respectively.

REVENUE CHANGE

Core Operations

	2026	
	First Quarter	
	\$	% Δ
Prior period combined revenue from Core Operations	\$ 5,264.7	
Foreign exchange rate impact	144.2	2.7 %
Organic growth	206.7	3.9 %
Current period revenue from Core Operations	\$ 5,615.6	6.7 %

Notes:

- (1) Revenue from Core Operations excludes businesses that have been disposed of or are classified as held for sale. Amounts for 2025 are calculated on a combined basis for Omnicom and IPG.
- (2) Foreign exchange rate impact: calculated by translating the current period's local currency revenue using the prior period average exchange rates to derive current period constant currency revenue. The foreign exchange rate impact is the difference between the current period revenue in U.S. Dollars and the current period constant currency revenue.
- (3) Organic growth: calculated by subtracting the foreign exchange rate impact from total revenue growth, which is equal to the current period revenue from Core Operations minus the prior period revenue from Core Operations.
- (4) The percentage change is calculated by dividing the individual component amount by the prior period Core Operations revenue base.

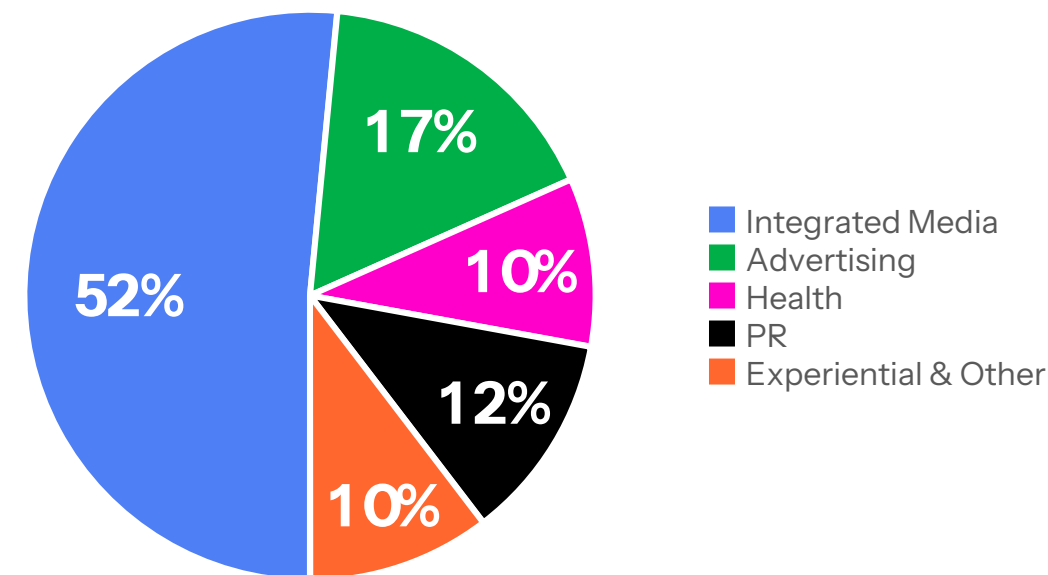
In millions. See Definitions (1) through (4) on page 10. Numbers may not sum due to rounding.

REVENUE BY DISCIPLINE

Core Operations

2026 First Quarter

	<u>Revenue</u>	<u>% of Rev</u>
Integrated Media	\$ 2,894.3	51.5 %
Advertising	943.4	16.8 %
Health	535.5	9.5 %
Public Relations	659.8	11.7 %
Experiential & Other	582.8	10.4 %
	<u>\$ 5,615.7</u>	<u>100.0 %</u>



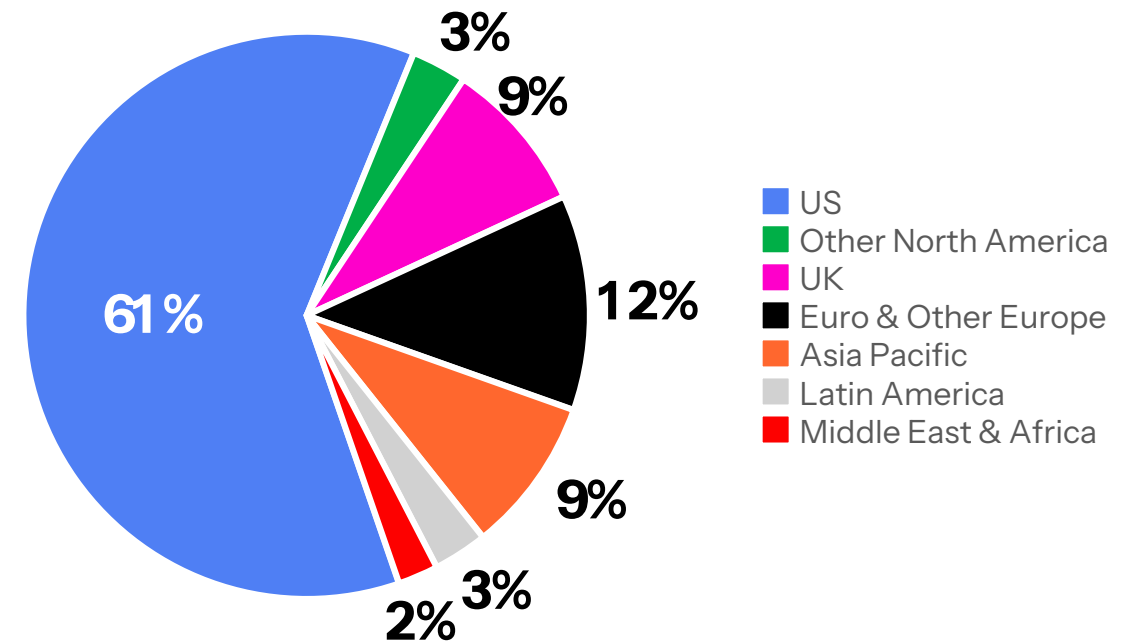
In millions. Numbers may not sum due to rounding. See Definition (1) on page 11.

REVENUE BY REGION

Core Operations

2026 First Quarter

	Revenue	% of Rev
United States	\$ 3,447.8	61.4 %
Other North America	177.8	3.2 %
United Kingdom	492.3	8.8 %
Euro Markets & Other Europe	690.0	12.3 %
Asia Pacific	503.5	8.9 %
Latin America	174.4	3.1 %
Middle East & Africa	129.8	2.3 %
	5,615.7	100.0 %



In millions. Numbers may not sum due to rounding. See Definition (1) on page 11.

REVENUE BY INDUSTRY SECTOR

	First Quarter	
	2026	2025
	Omnicom	Omnicom
Pharma & Health	19%	15%
Food & Beverage	13%	15%
Auto	10%	13%
Financial Services	10%	8%
Consumer Products	9%	9%
Retail	7%	6%
Technology	7%	7%
Travel & Entertainment	6%	8%
Services	4%	3%
Government	3%	4%
Telecommunications	3%	3%
Oil, Gas & Utilities	2%	2%
Not-for-Profit	1%	1%
Education	1%	1%
Other	5%	5%
Total	100%	100%

Note: Prior year amounts conform to the current period presentation. Amounts are calculated based on total reported Revenue.

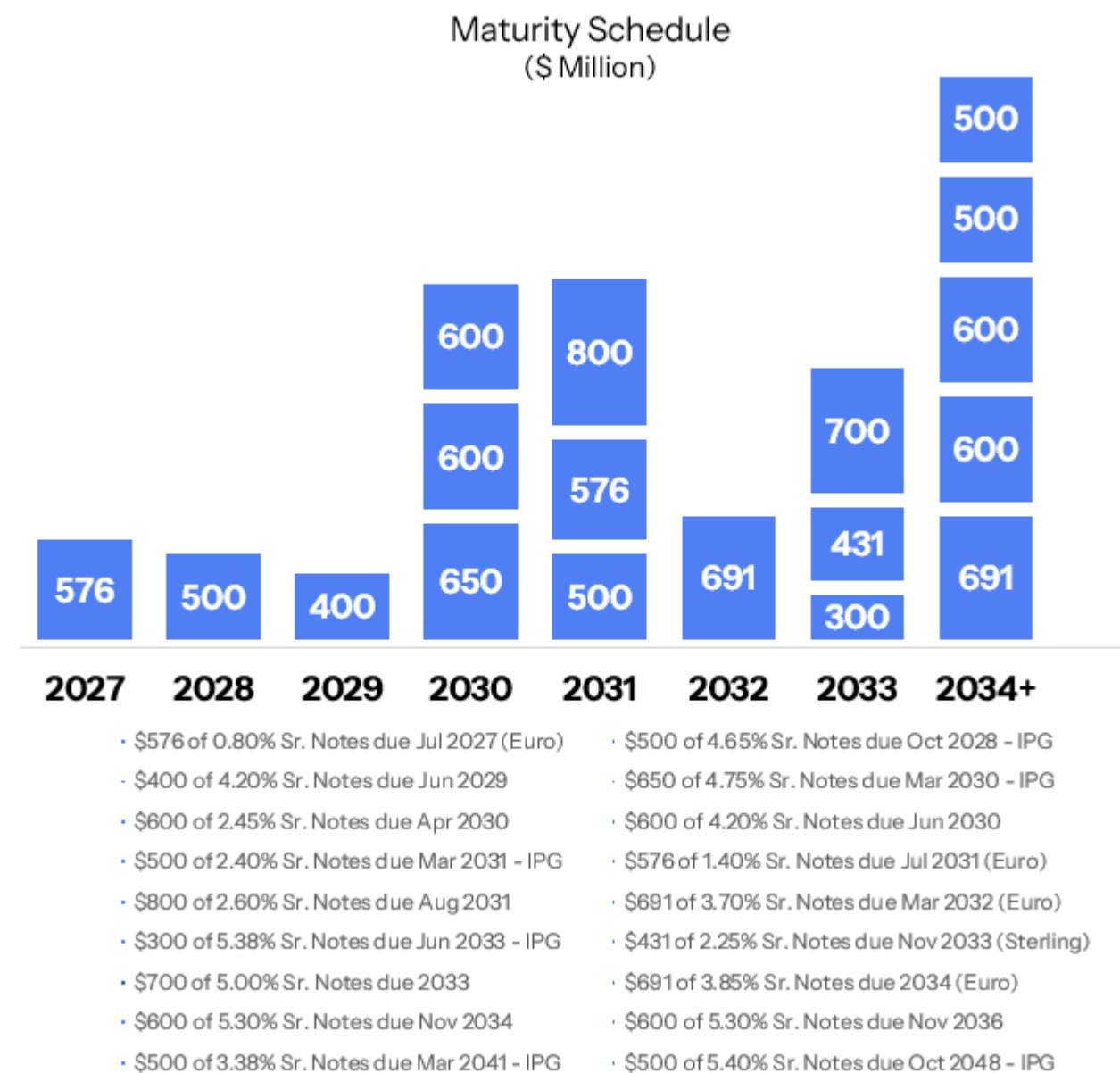
CASH FLOW PERFORMANCE

	Three Months Ended March 31,	
	2026	2025
Free Cash Flow⁽⁵⁾	\$ 656.9	\$ 386.5
Primary Uses of Cash:		
<i>Dividends paid to Common Shareholders</i>	251.7	137.7
<i>Dividends paid to Noncontrolling Interest Shareholders</i>	12.1	13.0
<i>Capital Expenditures</i>	61.2	29.5
<i>Net cash paid for acquisitions, including payment of contingent purchase price obligations, and acquisition of additional noncontrolling interests</i>	16.3	3.2
<i>Stock Repurchases</i>	2,777.6	81.0
<i>Proceeds from Stock Plans</i>	(15.8)	(11.5)
Primary Uses of Cash⁽⁵⁾	3,103.1	252.9
Net Free Cash Flow⁽⁵⁾	\$ (2,446.2)	\$ 133.6

In millions. See Definition (5) on page 11 and Non-GAAP reconciliations on pages 15 - 19.

CREDIT & LIQUIDITY

	<u>Twelve Months Ended March 31,</u>	
	<u>2026</u>	<u>2025</u>
<i>EBITDA</i> ⁽⁶⁾	\$ 1,022.9	\$ 2,489.4
<i>Long-Term Debt / EBITDA</i>	9.8 x	2.5 x
<i>Net Debt</i> ⁽⁷⁾ / <i>EBITDA</i>	5.6 x	1.1 x
Pro Forma: ⁽ⁱ⁾		
Total Debt / Pro forma Adj. EBITDA ⁽ⁱ⁾	2.5 x	
Net Debt / Pro forma Adj. EBITDA ⁽ⁱ⁾	1.4 x	
Debt		
<i>Bank Loans (Due Less Than 1 Year)</i>	\$ 67.4	\$ 19.1
<i>CP & Borrowings Issued Under Revolver</i>	—	—
<i>USD-denominated Senior Notes</i>	4,300.0	4,000.0
<i>Assumed from IPG</i>	2,950.0	
<i>EUR-denominated Senior Notes</i>	2,532.0	1,732.2
<i>GBP-denominated Senior Notes</i>	430.9	420.6
Long-Term Debt, Gross	\$ 10,212.9	\$ 6,152.8
<i>Unamortized discount and issuance costs</i>	(235.4)	(36.3)
Long-Term Debt	\$ 9,977.5	\$ 6,116.5
<i>Cash and Equivalents</i>	4,288.1	3,378.3
<i>Short Term Investments</i>	—	—
Net Debt ⁽⁷⁾	\$ 5,689.4	\$ 2,738.2



In millions. See Definitions (6) and (7) on page 11 and Non-GAAP reconciliations on pages 15 - 19.

(i) Pro forma Adj. EBITDA calculated according to the definition used in our credit agreement. At March 31, 2026, we were in compliance with the Leverage Ratio covenant in our credit facility.

Financial Notes

- (a) For the three months ended March 31, 2026, operating expenses included \$4.1 million (\$3.1 million after-tax) of repositioning costs, primarily related to severance actions in connection with the merger (the "Merger") with IPG and \$34.3 million (\$27.8 million after-tax) of losses on dispositions of certain businesses in connection with the Merger. In addition, included in selling, general and administrative expenses for the three months ended March 31, 2026 are integration and transaction costs related to the acquisition of IPG of \$59.4 million (\$46.7 million after-tax). The net impact of these items reduced operating income for the three months ended March 31, 2026 by \$97.8 million (\$77.6 million after-tax), which reduced diluted net income per share - Omnicom Group Inc. by \$0.26. Included in selling, general and administrative expenses for the three months ended March 31, 2025 are acquisition-related expenses of \$33.8 million (\$32.7 million after-tax) in connection with the Merger with IPG, which reduced diluted net income per share - Omnicom Group Inc. by \$0.17.
- (b) Our effective tax rate for the first quarter of 2026 was 26.9% compared to 28.5% for the first quarter of 2025. Income tax expense for the three months ended March 31, 2026 included impacts of the severance and other repositioning costs, losses on dispositions of certain business and integration and acquisition-related costs. Income tax expense for the three months ended March 31, 2025 included impacts related to real estate and other repositioning costs.
- (c) Third-party service costs include third-party supplier costs when we act as principal in providing services to our clients.
- (d) Third-party incidental costs primarily consist of client-related travel and incidental out-of-pocket costs, which we bill back to the client directly at our cost and which we are required to include in revenue.

Definitions

- (1) Core operations, net of dispositions and held for sale: calculated from the combined revenue, adjusted operating income and adjusted EBITA of the Company, excluding businesses that have been disposed of or are classified as held for sale. Amounts for 2025 are calculated on a combined basis for Omnicom and IPG.
- (2) Foreign exchange rate impact: calculated by translating the current period's local currency revenue using the prior period average exchange rates to derive current period constant currency revenue. The foreign exchange rate impact is the difference between the current period revenue in U.S. Dollars and the current period constant currency revenue.
- (3) Organic growth: calculated by subtracting the foreign exchange rate impact from total revenue growth, which is equal to the current period revenue from Core Operations minus the prior period revenue from Core Operations.
- (4) The percentage change is calculated by dividing the individual component amount by the prior period Core Operations revenue base.
- (5) See page 15 for the reconciliation of Non-GAAP financial measures, which reconciles Free Cash Flow to the Net Cash Provided by (Used in) Operating Activities and Net Free Cash Flow to the Net Decrease in Cash and Cash Equivalents for the periods presented on page 9. The Free Cash Flow, Primary Uses of Cash and Net Free Cash Flow amounts presented on page 9 are Non-GAAP liquidity measures. See page 20 for the definition of Net Free Cash Flow.
- (6) EBITA, EBITDA, and Non-GAAP Adjusted Net Income per share - Diluted are Non-GAAP performance measures. See page 20 for the definition of these measures and pages 16 and 19 for the reconciliation of Non-GAAP financial measures.
- (7) Net Debt is a Non-GAAP liquidity measure. See page 20 for the definition of this measure, which is reconciled in the table on page 10..
- (8) The Free Cash Flow amounts presented on page 13 are Non-GAAP liquidity measures. See page 20 for the definition of this measure and page 15 for the reconciliation of the Non-GAAP financial measures, which reconciles Free Cash Flow to the Net Cash Provided by (Used in) Operating Activities for the periods presented on page 13.

APPENDIX

FREE CASH FLOW

	Three Months Ended March 31,	
	2026	2025
Net Income	\$ 418.7	\$ 303.4
<i>Depreciation and Amortization of Intangible Assets</i>	166.9	59.0
<i>Share-Based Compensation</i>	27.1	20.8
<i>Severance and repositioning costs</i>	4.1	—
<i>Loss on disposition of subsidiary</i>	34.3	—
<i>Other Items to Reconcile to Net Cash Provided by (Used in) Operating Activities, net</i>	5.8	3.3
Free Cash Flow⁽⁸⁾	\$ 656.9	\$ 386.5

In millions. See Definition (8) on page 11 and Non-GAAP reconciliations on pages 15 - 19.

OPERATING EXPENSE DETAIL

	First Quarter							
	2026	Non-GAAP Adjustments	Non-GAAP Adjusted	% of Rev	2025	Non-GAAP Adjustments	Non-GAAP Adjusted	% of Rev
Revenue	\$6,242.9		\$6,242.9		\$3,690.4		\$3,690.4	
Operating expenses:								
Salary and related costs	3,061.6		3,061.6	49.0 %	1,780.5		1,780.5	48.2 %
Third-party service costs ^(c)	1,365.7		1,365.7	21.9 %	796.8		796.8	21.6 %
Third-party incidental costs ^(d)	212.3		212.3	3.4 %	169.0		169.0	4.6 %
Total salary and service costs	4,639.6		4,639.6	74.3 %	2,746.3		2,746.3	74.4 %
Occupancy and other costs	527.3		527.3	8.4 %	314.6		314.6	8.5 %
Severance and repositioning costs ^(a)	4.1	(4.1)	—		—		—	
Loss on disposition	34.3	(34.3)	—		—		—	
Cost of services	5,205.3	(38.4)	5,166.9	82.8 %	3,060.9		3,060.9	82.9 %
SG&A expenses ^(a)	224.5	(59.4)	165.1	2.6 %	117.9	(33.8)	84.1	2.3 %
Depreciation and amortization	166.9		166.9		59.0		59.0	
Total operating expenses	5,596.7	(97.8)	5,498.9	88.1 %	3,237.8	(33.8)	3,204.0	86.8 %
Operating Income^(a)	\$ 646.2	\$ 97.8	\$ 744.0	11.9 %	\$ 452.6	\$ 33.8	\$ 486.4	13.2 %
Amortization	117.4		117.4		21.8		21.8	
EBITA	\$ 763.6	\$ 97.8	\$ 861.4		\$ 474.4	\$ 33.8	\$ 508.2	
EBITA Margin	12.2 %		13.8 %		12.9 %		13.8 %	

In millions. See Notes on page 11.

NON-GAAP RECONCILIATIONS

	Three Months Ended March 31,	
	2026	2025
Net Cash Provided by (Used in) Operating Activities	\$ (553.2)	\$ (786.8)
Operating Activities items excluded from Free Cash Flow:		
<i>Changes in Operating Capital</i>	(1,210.1)	(1,173.3)
Free Cash Flow	<u>\$ 656.9</u>	<u>\$ 386.5</u>
Net Decrease in Cash and Cash Equivalents	\$ (2,593.0)	\$ (961.1)
Cash Flow items excluded from Net Free Cash Flow:		
<i>Changes in Operating Capital</i>	(1,210.1)	(1,173.3)
<i>Proceeds from borrowings</i>	2,384.9	—
<i>Repayment of Long-term Debt</i>	(1,400.0)	—
<i>Proceeds from assets held for sale</i>	152.5	—
<i>Other investing, net</i>	(7.1)	42.2
<i>Changes in Short-term Debt, net</i>	7.4	(3.2)
<i>Other financing, net</i>	(15.7)	(14.8)
<i>Effect of foreign exchange rate changes on cash and cash equivalents</i>	(58.7)	54.4
Net Free Cash Flow	<u>\$ (2,446.2)</u>	<u>\$ 133.6</u>
	Twelve Months Ended March 31,	
	2026	2025
Reported Operating Income	\$ 638.3	\$ 2,248.3
<i>Effective Tax Rate for the applicable period</i>	64.3 %	26.9 %
<i>Income Taxes on Reported Operating Income</i>	410.4	604.8
After Tax Reported Operating Income	<u>\$ 227.9</u>	<u>\$ 1,643.5</u>

In millions.

NON-GAAP RECONCILIATIONS

	First Quarter	
	2026	2025
Net Income - Omnicom Group Inc. ^{(a)(b)}	\$ 405.2	\$ 287.7
<i>Net Income Attributed to Noncontrolling Interests</i>	13.5	15.7
<i>Income (Loss) From Equity Method Investments</i>	(0.9)	0.9
<i>Income Tax Expense</i>	154.6	120.7
Income Before Income Taxes and Income (Loss) From Equity Method Investments	574.2	423.2
<i>Net Interest Expense</i>	72.0	29.4
Operating Income ^{(a)(b)}	646.2	452.6
<i>Amortization principally from acquired intangible assets and internally developed strategic platform assets</i>	117.4	21.8
EBITA ⁽⁵⁾	763.6	474.4
<i>Other Amortization</i>	—	4.0
<i>Depreciation</i>	49.5	33.2
EBITDA ⁽⁵⁾	\$ 813.1	\$ 511.6
EBITA ⁽⁵⁾	\$ 763.6	\$ 474.4
<i>Severance and repositioning costs</i> ^(a)	4.1	—
<i>Loss on disposition of subsidiary</i> ^(a)	34.3	—
<i>Acquisition related costs</i> ^(a)	59.4	33.8
EBITA - Adjusted ⁽⁵⁾	\$ 861.4	\$ 508.2
Revenue	\$ 6,242.9	\$ 3,690.4
EBITA ⁽⁵⁾	\$ 763.6	\$ 474.4
EBITA Margin %	12.2 %	12.9 %
EBITA - Adjusted ^{(a)(5)}	\$ 861.4	\$ 508.2
EBITA Margin % - Adjusted ^(a)	13.8 %	13.8 %

In millions. See Definition (5) and Notes on page 11.

The above table reconciles to the Non-GAAP financial measures of EBITDA, EBITA, and EBITA - Adjusted to the GAAP financial measures of Net Income - Omnicom Group Inc. for the periods presented. See page 20 for definition of Non-GAAP financial measures.

NON-GAAP RECONCILIATIONS - 2025 COMBINED

	First Quarter 2025		
	OMC	IPG	COMBINED
Net Income (Loss)	\$ 287.7	\$ (85.4)	
<i>Net Income Attributed to Noncontrolling Interests</i>	\$ 15.7	\$ 0.1	
<i>Income (Loss) From Equity Method Investments</i>	0.9	(0.1)	
<i>Income Tax Expense (Benefit)</i>	120.7	(9.2)	
Income Before Income Taxes and Income (Loss) From Equity Method Investments	423.2	(94.4)	
<i>Net Interest Expense</i>	29.4	15.5	
<i>Other Expense, Net</i>		36.9	
Operating Income	452.6	(42.0)	
<i>Severance and repositioning costs</i>	—	203.3	
<i>Acquisition related costs</i>	33.8	4.8	
Adjusted Operating Income	486.4	166.1	652.5
<i>Operating Income %</i>			10.9 %
<i>Amortization principally from acquired intangible assets and internally developed strategic platform assets</i>	21.8	20.4	
EBITA - Adjusted⁽⁶⁾	508.2	186.5	694.7
EBITA Margin %			11.6 %
Revenue	\$ 3,690.4	\$ 2,322.6	6,013.0

In millions. See Definition (6) and Notes on page 11.

The above table reconciles to the Non-GAAP financial measures of EBITDA, EBITA, and EBITA - Adjusted to the GAAP financial measures of Net Income - Omnicom Group Inc. for the periods presented. See page 20 for definition of Non-GAAP financial measures.

NON-GAAP RECONCILIATIONS

	First Quarter	
	2026	2025
Net Income - Omnicom Group Inc.- Reported	\$ 405.2	\$ 287.7
<i>Net Income Attributed To Noncontrolling Interests</i>	13.5	15.7
Net Income	418.7	303.4
<i>Income (Loss) From Equity Method Investments</i>	(0.9)	0.9
<i>Income Tax Expense^(b)</i>	154.6	120.7
Income Before Income Taxes and Income (Loss) From Equity Method Investments	574.2	423.2
<i>Net Interest Expense</i>	72.0	29.4
Operating Income - Reported	646.2	452.6
<i>Severance and repositioning costs^(a)</i>	4.1	—
<i>Loss on disposition of subsidiary^(a)</i>	34.3	—
<i>Acquisition related costs^(a)</i>	59.4	33.8
Non-GAAP Operating Income - Adjusted	\$ 744.0	\$ 486.4

In millions. See Notes on page 11.

The above table reconciles the adjusted Non-GAAP financial measure of Non-GAAP Operating Income - Adjusted to the GAAP financial measure of Operating Income for the periods presented. Management believes excluding the acquisition related costs and repositioning costs is useful for investors to evaluate the comparability of the performance of our business between reporting periods.

NON-GAAP RECONCILIATIONS

	First Quarter	
	2026	2025
Net Income - Omnicom Group Inc. - Reported	\$ 405.2	\$ 287.7
<i>Impact on Net Income related to:</i>		
<i>Severance and Repositioning costs^(a)</i>	3.1	—
<i>Loss on dispositions^(a)</i>	27.8	
<i>Acquisition related costs^(a)</i>	46.7	32.7
<i>Amortization principally from acquired intangible assets and internally developed strategic platform assets</i>	86.9	16.1
Non-GAAP Net Income - Omnicom Group Inc. - Adjusted⁽⁵⁾	\$ 569.7	\$ 336.5
<i>Diluted Shares</i>	299.2	198.3
<i>Reported Net Income (Loss) per Share - Diluted</i>	1.35	1.45
<i>Severance and repositioning costs^(a)</i>	0.01	0.00
<i>Loss on dispositions^(a)</i>	0.09	0.00
<i>Acquisition related costs^(a)</i>	0.16	0.17
<i>Amortization expense</i>	0.29	0.08
Non-GAAP Adjusted Net Income per Share - Omnicom Group Inc. - Diluted⁽⁵⁾	\$ 1.90	\$ 1.70

In millions. See Definition (5) and Notes on page 11.

The above table reconciles the adjusted Non-GAAP financial measures of Non-GAAP Net Income-Omnicom Group Inc.-Adjusted and Non-GAAP Adjusted Net Income per Share - Omnicom Group Inc. - Diluted to the GAAP financial measures of Net Income - Omnicom Group Inc. and Net income per share - Omnicom Group Inc. - diluted for the periods presented. Management believes these Non-GAAP measures are useful for investors to evaluate the comparability of the performance of our business between reporting periods.

The preceding materials have been prepared for use in the April 28, 2026 conference call on Omnicom's results of operations for the three months ended March 31, 2026. The call will be archived on the internet at <http://investor.omc.com>

Forward-Looking Statements

Certain statements in this document contain forward-looking statements, including statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. In addition, from time to time, we or our representatives have made, or may make, forward-looking statements, orally or in writing. These statements may discuss goals, intentions and expectations as to future plans, trends, events, results of operations or financial condition, or otherwise, based on current beliefs of management as well as assumptions made by, and information currently available to management. Forward-looking statements may be accompanied by words such as "aim", "anticipate", "believe", "plan", "could", "should", "would", "estimate", "expect", "forecast", "future", "guidance", "intend", "may", "will", "possible", "potential", "predict", "project" or similar words, phrases or expressions. These forward-looking statements are subject to various risks and uncertainties, many of which are outside of our control. Therefore, you should not place undue reliance on such statements. Factors that could cause actual results to differ materially from those in the forward-looking statements include: risks relating to the completed merger (the "Merger") between us and The Interpublic Group of Companies, Inc. ("IPG"), including risks related to the integration of IPG's business, such as, among others: uncertainties associated with retaining key management and other employees; potential disruptions to client, vendor, and business partner relationships; the risk that integration activities may be more time-consuming, complex, or costly than expected; the possibility that anticipated synergies, efficiencies, and other benefits of the Merger may not be realized, or may be realized more slowly than anticipated; and risks associated with managing a larger, more complex combined organization and effectively integrating systems, processes, operations, and cultures; adverse economic conditions, including geopolitical events, international hostilities, acts of terrorism, public health crises, inflation or stagflation, tariffs and other trade barriers, central bank interest rate policies in countries that comprise our major markets, labor and supply chain issues affecting the distribution of our clients' products, or a disruption in the credit markets; international, national or local economic conditions that could adversely affect us or our clients; reductions in client spending, a slowdown in client payments or a deterioration or disruption in the credit markets; the ability to attract new clients and retain existing clients in the manner anticipated; changes in client marketing and communications services requirements; failure to manage potential conflicts of interest between or among clients; unanticipated changes related to competitive factors in the marketing and communications services industries; unanticipated changes to, or an inability to hire and retain, key personnel; currency exchange rate fluctuations; reliance on information technology systems and risks related to cybersecurity incidents; effective management of the risks, challenges and efficiencies presented by utilizing artificial intelligence, or AI, technologies and related partnerships in our business, and their use by our competitors; failure to adapt to technological developments; our liquidity, long-term financing needs, credit ratings and access to capital markets; changes in legislation or governmental regulations affecting us or our clients; losses on media purchases and production costs incurred on behalf of clients; risks associated with assumptions we make in connection with our acquisitions, critical accounting estimates and legal proceedings; Our international operations, which are subject to the risks of currency repatriation restrictions, social or political conditions and an evolving regulatory environment in high-growth markets and developing countries; risks related to our environmental, social and governance goals and initiatives, including impacts from regulators and other stakeholders, and the impact of factors outside of our control on such goals and initiatives; changes in tax rates, tax laws, regulations or interpretations, or adverse outcomes of tax audits or proceedings; and other business, financial, operational and legal risks and uncertainties detailed from time to time in our filings with the Securities and Exchange Commission ("SEC"). The foregoing list of factors is not exhaustive. You should carefully consider the foregoing factors and the other risks and uncertainties that may affect our business, including those described in Item 1A., "Risk Factors" and Item 7., "Management's Discussion and Analysis of Financial Condition and Results of Operations," in our Annual Report on Form 10-K and in other documents filed from time to time with the SEC. Except as required under applicable law, we do not assume any obligation to update these forward-looking statements.

Non-GAAP Financial Measures

We present financial measures determined in accordance with generally accepted accounting principles in the United States ("GAAP") and adjustments to the GAAP presentation ("Non-GAAP"), which we believe are meaningful for understanding our performance. We believe these measures are useful in evaluating the impact of certain items on operating performance and allow for comparability between reporting periods. EBITA is defined as earnings before interest, income taxes, and amortization, principally from acquired intangible assets and internally developed strategic platform assets, and EBITA margin is defined as EBITA divided by revenue. We use EBITA and EBITA margin as additional operating performance measures, which exclude the non-cash amortization expense of acquired intangible assets and internally developed strategic platform assets. We also use Adjusted Operating Income, Adjusted Operating Income Margin, Adjusted EBITA, Adjusted EBITA Margin, Adjusted Income Tax Expense, Adjusted Net Income – Omnicom Group Inc. and Adjusted Net Income per diluted share – Omnicom Group Inc. as additional operating performance measures. Free Cash Flow is defined as net income plus depreciation, amortization, share based compensation expense plus/(less) other items to reconcile to net cash (used in) provided by operating activities. We believe Free Cash Flow is a useful measure of liquidity to evaluate our ability to generate excess cash from our operations. Primary Uses of Cash is defined as dividends to common shareholders, dividends paid to non-controlling interest shareholders, capital expenditures, cash paid on acquisitions, payments for additional interest in controlled subsidiaries and stock repurchases, net of the proceeds from our stock plans, and excludes changes in operating capital and other investing and financing activities, including commercial paper issuances and redemptions used to fund working capital changes. We believe this liquidity measure is useful in identifying the significant uses of our cash. Net Free Cash Flow is defined as Free Cash Flow less the Primary Uses of Cash. Net Free Cash Flow is one of the metrics used by us to assess our sources and uses of cash and was derived from our consolidated statements of cash flows. We believe that this liquidity measure is meaningful for understanding our primary sources and primary uses of that cash flow. EBITDA is defined as earnings before interest, taxes, depreciation and amortization of intangible assets. Net Debt is defined as total debt less cash, cash equivalents and short-term investments. We believe net debt, together with the comparable GAAP measures, reflects one of the liquidity metrics used by us to assess our cash management. Non-GAAP financial measures should not be considered in isolation from, or as a substitute for, financial information presented in accordance with GAAP. Non-GAAP financial measures as reported by us may not be comparable to similarly titled amounts reported by other companies.

Other Information

All dollar amounts are in millions except for per share figures. The information contained in this document has not been audited, although some data has been derived from Omnicom's historical financial statements, including its audited financial statements. In addition, industry, operational, and other non-financial data contained in this document have been derived from sources that we believe to be reliable, but we have not independently verified such information, and we do not, nor does any other person, assume responsibility for the accuracy or completeness of that information. Certain amounts in prior periods have been reclassified to conform to our current presentation. The inclusion of information in this presentation does not mean that such information is material or that disclosure of such information is required.