

INTERPUBLIC GROUP OF COMPANIES, INC.

Form 4

March 03, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
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if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KRAKOWSKY PHILIPPE**2. Issuer Name **and** Ticker or Trading  
Symbol  
**INTERPUBLIC GROUP OF  
COMPANIES, INC. [IPG]**5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**C/O IPG, 1114 AVE OF THE  
AMERICAS**3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/27/2015**☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
**EVP, Chief Strat & Talent Ofcr**

(Street)

4. If Amendment, Date Original  
Filed (Month/Day/Year)6. Individual or Joint/Group Filing (Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person**NEW YORK, NY 10036**

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/27/2015		A	(A) or (D) Amount (1) \$ 25,078 22.43	171,003 (2)	D	
Common Stock	02/28/2015		A	(3) \$ 38,623 22.43	209,626 (2)	D	
Common Stock	02/28/2015		A	(4) \$ 20,181 22.43	229,807 (2)	D	
Common Stock	02/28/2015		F	(5) \$ 29,236 22.43	200,571	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KRAKOWSKY PHILIPPE C/O IPG 1114 AVE OF THE AMERICAS NEW YORK, NY 10036	EVP, Chief Strat & Talent Ofcr

## Signatures

/s/Robert Dobson POA for Phillipe  
Krakowsky 03/03/2015

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) All shares will vest as of February 27, 2018.

(2) Includes restricted shares that are subject to forfeiture under certain circumstances.

(3) Performance based shares, awarded to Mr. Krakowsky on February 28, 2015 after achieving specific performance goals over the 2012-2015 period.

(4) Performance based cash, paid in shares, awarded to Mr. Krakowsky on February 28, 2015 after achieving specific performance goals over the 2012-2015 period.

(5) This is not an open market sale; rather it represents a surrender of shares to the company to satisfy withholding tax obligations.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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