

INTERPUBLIC GROUP OF COMPANIES, INC.

Form 4

March 04, 2015

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

Check this box  
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

OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Mergenthaler Frank

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)

1114 AVENUE OF THE  
AMERICAS, 19TH FLOOR

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/02/2015

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
EVP & CFO

NEW YORK, NY 10036

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(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 (A) 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/02/2015		M	(A) or (D) Amount (1) \$ 12.39	508,453 (2)	D	
Common Stock	03/02/2015		S	(A) or (D) Amount (1) \$ 22.475	417,453 (2) (3)	D	
Common Stock	03/03/2015		M	(A) or (D) Amount (1) \$ 12.39	528,228 (2)	D	
Common Stock	03/03/2015		S	(A) or (D) Amount (1) \$ 22.407	417,453 (2) (4)	D	

Common Stock	03/03/2015	S	105,872 (5)	D	\$ 22.407 (4)	311,581 (2)	D
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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Options	\$ 12.39	03/02/2015		M	91,000	08/01/2009 08/01/2015	Common Stock 91,000
Options	\$ 12.39	03/02/2015		M	110,775	08/01/2009 08/01/2015	Common Stock 110,775

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Mergenthaler Frank 1114 AVENUE OF THE AMERICAS 19TH FLOOR NEW YORK, NY 10036	EVP & CFO

## Signatures

/s/Robert Dobson POA for Frank  
Mergenthaler 03/04/2015

\*\*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) Involves the exercise of 201,775 options which were set to expire on August 1, 2015 and subsequent sale of the underlying shares. The options were exercised in 2 increments consisting of 91,000 on 3/2/2015 and 110,775 on 3/3/2015.
- (2) Includes restricted shares which are subject to forfeiture under certain circumstances,

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- Reflects average price of multiple sales on March 2, 2015 ranging from \$22.42-\$22.58. Mr. Mergenthaler undertakes to provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3)

- Reflects average price of multiple sales on March 3, 2015 ranging from \$22.22-\$22.48. Mr Mergenthaler undertakes to provide upon request by Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (4)

- (5) Open market sale.

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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