

INTERPUBLIC GROUP OF COMPANIES, INC.

Form 4

June 02, 2014

**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 \*  
**CARROLL CHRISTOPHER F**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)  
**IPG, 1114 AVE OF THE  
AMERICAS**3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/29/2014**☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below) **SVP, Controller & CAO**(Street)  
**NEW YORK, NY 10036**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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/29/2014		M	Amount (1) 40,439 (A) or (D) A	\$ 8.655 82,265 (2)	D	
Common Stock	05/29/2014		M	Amount (3) 40,875 (A) or (D) A	\$ 11.7 123,140	D	
Common Stock	05/29/2014		M	Amount (4) 33,992 (A) or (D) A	\$ 9.9125 157,132	D	
Common Stock	05/29/2014		S	Amount (1) (3) (4) 115,306 (D) D	\$ 19.1068 41,826 (2)	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock	\$ 8.655	05/29/2014		M	40,439	06/15/2010 06/15/2016	Common Stock 40,439
Common Stock	\$ 11.7	05/29/2014		M	40,875	05/31/2011 05/31/2017	Common Stock 40,875
Common Stock	\$ 9.9125	05/29/2014		M	33,992	05/30/2012 05/30/2018	Common Stock 33,992

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CARROLL CHRISTOPHER F IPG 1114 AVE OF THE AMERICAS NEW YORK, NY 10036	SVP, Controller & CAO

## Signatures

/s/Robert J. Dobson POA for Christopher  
Carroll

06/02/2014

\_\_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 40,439 options which were set to expire on June 15, 2016 and subsequent sales of the underlying options.
- (2) Includes restricted stock which is subject to forfeiture under certain circumstances.
- (3) Involves the exercise of 40,875 options which were set to expire on May 31, 2017 and subsequent sale of the underlying shares.

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(4) Involves the exercise of 33,992 options which were set to expire on May 30, 2018 and subsequent sale of the underlying shares.

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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