INTERPUBLIC GROUP OF COMPANIES, INC.

Form 4 June 04, 2013

## FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

Form 5

subject to

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**SECURITIES** 

**OMB** 3235-0287 Number:

**OMB APPROVAL** 

Expires: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005 Estimated average

0.5

burden hours per response...

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **HUDSON DAWN E** Issuer Symbol INTERPUBLIC GROUP OF (Check all applicable) COMPANIES, INC. [IPG] (Last) (First) (Middle) 3. Date of Earliest Transaction X\_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) IPG. 1114 AVE OF THE 05/31/2013 **AMERICAS** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10036 Person

(State)

(Zip)

(City)

|                 |                     | Tube 1 1 (on Berryadive Securities Required, Disposed 61, 61 Beneficiary 6 whea |                                   |                          |        |             |                  |              |              |  |
|-----------------|---------------------|---|-----------------------------------|--------------------------|--------|-------------|------------------|--------------|--------------|--|
| 1.Title of      | 2. Transaction Date | 2A. Deemed  | 3.                                | 4. Securit               | ies Ac | quired      | 5. Amount of     | 6.           | 7. Nature of |  |
| Security        | (Month/Day/Year)    | Execution Date, if  | Transaction(A) or Disposed of (D) |                          |        |             | Securities       | Ownership    | Indirect     |  |
| (Instr. 3)      |                     | any   | Code                              | Code (Instr. 3, 4 and 5) |        |             | Beneficially     | Form: Direct | Beneficial   |  |
|                 |                     | (Month/Day/Year)  | (Instr. 8)                        |                          |        |             | Owned            | (D) or       | Ownership    |  |
|                 |                     |   |                                   |                          |        |             | Following        | Indirect (I) | (Instr. 4)   |  |
|                 |                     |   |                                   |                          |        |             | Reported         | (Instr. 4)   |              |  |
|                 |                     |   |                                   |                          | (A)    |             | Transaction(s)   |              |              |  |
|                 |                     |   | G 1 W                             |                          | or     | ъ.          | (Instr. 3 and 4) |              |              |  |
|                 |                     |   | Code V                            | Amount                   | (D)    | Price       |                  |              |              |  |
| Common<br>Stock | 05/31/2013          |   | A                                 | 10,460<br>(1)            | A      | \$<br>14.34 | 19,974 (2)       | D            |              |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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

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| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | isable and       | 7. Titl      | e and    | 8. Price of | ٥ |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------------|--------------|----------|-------------|---|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration Da | ate              | Amou         | nt of    | Derivative  | J |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)            | Under        | lying    | Security    | , |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |                  | Secur        | ities    | (Instr. 5)  | J |
|             | Derivative  |                     |                    |            | Securities |               |                  | (Instr.      | 3 and 4) |             | ( |
|             | Security    |                     |                    |            | Acquired   |               |                  |              |          |             | ] |
|             | _           |                     |                    |            | (A) or     |               |                  |              |          |             | ] |
|             |             |                     |                    |            | Disposed   |               |                  |              |          |             | 7 |
|             |             |                     |                    |            | of (D)     |               |                  |              |          |             | ( |
|             |             |                     |                    |            | (Instr. 3, |               |                  |              |          |             |   |
|             |             |                     |                    |            | 4, and 5)  |               |                  |              |          |             |   |
|             |             |                     |                    |            |            |               |                  |              | A 4      |             |   |
|             |             |                     |                    |            |            |               |                  |              | Amount   |             |   |
|             |             |                     |                    |            |            | Date          | Expiration       | TC'41        | or       |             |   |
|             |             |                     |                    |            |            | Exercisable   | Exercisable Date | Title Number |          |             |   |
|             |             |                     |                    | C 1 17     | (A) (D)    |               |                  |              | of       |             |   |
|             |             |                     |                    | Code V     | (A) (D)    |               |                  |              | Shares   |             |   |

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

HUDSON DAWN E

IPG

1114 AVE OF THE AMERICAS

NEW YORK, NY 10036

### **Signatures**

/s/Robert J. Dobson POA for Dawn E. Hudson

06/04/2013

\*\*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) Shares will vest 1 year from date of grant.
- (2) Includes restricted shares which are subject to forfeiture under certain circumstances.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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