

INTERPUBLIC GROUP OF COMPANIES, INC.

Form 4

June 03, 2008

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

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(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)
**IPG, 1114 AVE OF THE
AMERICAS**

3. Date of Earliest Transaction
(Month/Day/Year)
05/30/2008

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
EVP, Strategy & Corp. Comm.

(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 Ownership (Instr. 4)
Common Stock	05/30/2008		A	(A) or (D) Amount 23,539 (1) Price \$ 9.91	107,403 (2)	D	
Common Stock	05/30/2008		A	(A) or (D) Amount 12,762 (3) Price \$ 9.91	120,165 (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
information contained in this form are not
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(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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 9.91	05/30/2008		A	59,487	(4) 05/30/2018	Common Stock	59,487

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KRAKOWSKY PHILIPPE IPG 1114 AVE OF THE AMERICAS NEW YORK, NY 10036	EVP, Strategy & Corp. Comm.

Signatures

/s/Nicholas J. Camera POA for Philippe
Krakowsky

06/03/2008

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 May 30, 2011.
- (2) Includes restricted shares that are subject to forfeiture under certain circumstances.
- (3) Performance based shares vested on 5/30/2008.
- (4) The option vests as follows: (i) 33% of the total number of shares underlying the option vests on 05/30/2010; (ii) 33% of the total number of shares underlying the option vests on 5/30/2011; (iii) 34% of the total number of shares underlying the option vests on 5/30/2012.

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.