

| OMB APPROVAL                                 |           |
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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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|  |  |   |
|--|--|---|
| 1. Name and Address of Reporting Person*<br><u>Bonzani Andrew</u><br><hr/> (Last) (First) (Middle)<br>909 THIRD AVE<br>19TH FLOOR<br><hr/> (Street)<br>NEW YORK NY 10022<br><hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>INTERPUBLIC GROUP OF COMPANIES, INC. [ IPG ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br>Officer (give title below) Other (specify below)<br>X SVP GC & Sec |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/28/2019                                     |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |   |

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|------------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price                  |   |  |   |
| Common Stock                    | 02/28/2019                           |  | A                              |   | 31,923 <sup>(1)</sup>   | A          | \$22.9                 | 104,644 <sup>(2)</sup>  | D  |   |
| Common Stock                    | 02/28/2019                           |  | F                              |   | 18,239 <sup>(3)</sup>   | D          | \$22.9                 | 86,405 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 02/28/2019                           |  | A                              |   | 25,478 <sup>(4)</sup>   | A          | \$22.9                 | 111,883 <sup>(2)</sup>  | D  |   |
| Common Stock                    | 03/01/2019                           |  | S                              |   | 28,181 <sup>(5)</sup>   | D          | \$22.95 <sup>(6)</sup> | 83,702 <sup>(2)</sup>   | D  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  |

**Explanation of Responses:**

- Performance based shares, awarded to Mr. Bonzani on February 28, 2019 after achieving specific performance goals and vesting over the 2016-2019 period.
- Includes restricted shares which are subject to forfeiture under certain circumstances.
- This is not an open market sale; rather it represents a surrender of shares to the company to satisfy withholding tax obligations.
- Restricted shares that will vest on February 28, 2022.
- Open market sale.
- Reflects average price of multiple sales on March 1, 2019 ranging from \$22.82-\$23.14. Mr. Bonzani undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number shares sold at each separate price.

/s/Robert Dobson POA for Andrew Bonzani 03/04/2019

\*\* Signature of Reporting Person Date

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

\* 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).

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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