

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K

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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): August 29, 2013

The Interpublic Group of Companies, Inc.

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(Exact Name of Registrant as Specified in Charter)

Delaware	1-6686	13-1024020
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
1114 Avenue of the Americas, New York, New York		10036
(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code: 212-704-1200

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) Pursuant to authorization received from the Compensation and Leadership Talent Committee of its Board of Directors at its regularly scheduled meeting on July 24, 2013, The Interpublic Group of Companies, Inc. on August 29, 2013 entered into extension agreements (the “Extensions”) to its existing Executive Change of Control Agreements (the “Agreements”) with each of its named executive officers, Michael I. Roth, Frank Mergenthaler, Andrew Bonzani, Christopher Carroll and Philippe Krakowsky. The Extensions extend the termination date of the respective Agreements, which were scheduled to terminate on September 1, 2013, to September 1, 2016. No other changes to the terms and conditions of the Agreements were effected by the Extensions.

A copy of each of the Extensions is attached hereto as Exhibits 10.1 through 10.5 and incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

- Exhibit 10.1: Extension of Existing Executive Change of Control Agreement between The Interpublic Group of Companies, Inc. (the “Company”) and Michael I. Roth dated August 29, 2013 (filed pursuant to Item 5.02)
- Exhibit 10.2: Extension of Existing Executive Change of Control Agreement between the Company and Frank Mergenthaler dated August 29, 2013 (filed pursuant to Item 5.02)
- Exhibit 10.3: Extension of Existing Executive Change of Control Agreement between the Company and Andrew Bonzani dated August 29, 2013 (filed pursuant to Item 5.02)
- Exhibit 10.4: Extension of Existing Executive Change of Control Agreement between the Company and Christopher Carroll dated August 29, 2013 (filed pursuant to Item 5.02)
- Exhibit 10.5: Extension of Existing Executive Change of Control Agreement between the Company and Philippe Krakowsky dated August 29, 2013 (filed pursuant to Item 5.02)



**Extension of Existing Executive Change of Control Agreement**

WHEREAS, **Michael Roth** (the “*Executive*”) and The Interpublic Group of Companies, Inc. (“*Interpublic*,” Interpublic and its subsidiaries being referred to herein as the “*Company*”) are parties to an Executive Change of Control Agreement dated as of May 27, 2010 (the “*Agreement*”); and

WHEREAS, Section 5.1 of the Agreement states that the Agreement will expire as of September 1, 2013; and

WHEREAS, the Executive and the Company wish to extend the Agreement for another three years;

NOW, THEREFORE, the Agreement is hereby amended, effective immediately, as follows:

1. Incorporation by Reference. All provisions of the Agreement are hereby incorporated herein by reference and shall remain in full force and effect except to the extent that such provisions are expressly modified by the provisions of this Extension. Words and phrases used in this Extension shall have the meaning set forth in the Agreement unless the context clearly indicates that a different meaning is intended.
2. Extension. Section 5.1(a)(i) of the Agreement is amended by replacing the phrase “September 1, 2013” with “September 1, 2016”.  
\* \* \*

IN WITNESS WHEREOF, Interpublic, by its duly authorized officer, and Executive have caused this Extension to the Agreement to be executed.

**The Interpublic Group of Companies, Inc.**

**Executive**

BY: /s/ ANDREW BONZANI  
**Andrew Bonzani**  
**SVP, General Counsel & Secretary**

/s/ MICHAEL ROTH  
**Michael Roth**

DATE: August 29, 2013

**Extension of Existing Executive Change of Control Agreement**

WHEREAS, **Frank Mergenthaler** (the "**Executive**") and The Interpublic Group of Companies, Inc. ("**Interpublic**," Interpublic and its subsidiaries being referred to herein as the "**Company**") are parties to an Executive Change of Control Agreement dated as of May 27, 2010 (the "**Agreement**"); and

WHEREAS, Section 5.1 of the Agreement states that the Agreement will expire as of September 1, 2013; and

WHEREAS, the Executive and the Company wish to extend the Agreement for another three years;

NOW, THEREFORE, the Agreement is hereby amended, effective immediately, as follows:

1. Incorporation by Reference. All provisions of the Agreement are hereby incorporated herein by reference and shall remain in full force and effect except to the extent that such provisions are expressly modified by the provisions of this Extension. Words and phrases used in this Extension shall have the meaning set forth in the Agreement unless the context clearly indicates that a different meaning is intended.
2. Extension. Section 5.1(a)(i) of the Agreement is amended by replacing the phrase "September 1, 2013" with "September 1, 2016".  
\* \* \*

IN WITNESS WHEREOF, Interpublic, by its duly authorized officer, and Executive have caused this Extension to the Agreement to be executed.

**The Interpublic Group of Companies, Inc.**

**Executive**

BY: /s/ ANDREW BONZANI

/s/ FRANK MERGENTHALER

**Andrew Bonzani**

**Frank Mergenthaler**

**SVP, General Counsel & Secretary**

DATE: August 29, 2013

**Extension of Existing Executive Change of Control Agreement**

WHEREAS, **Andrew Bonzani** (the "**Executive**") and The Interpublic Group of Companies, Inc. ("**Interpublic**," Interpublic and its subsidiaries being referred to herein as the "**Company**") are parties to an Executive Change of Control Agreement dated as of December 22, 2011 (the "**Agreement**"); and

WHEREAS, Section 5.1 of the Agreement states that the Agreement will expire as of September 1, 2013; and

WHEREAS, the Executive and the Company wish to extend the Agreement for another three years;

NOW, THEREFORE, the Agreement is hereby amended, effective immediately, as follows:

1. Incorporation by Reference. All provisions of the Agreement are hereby incorporated herein by reference and shall remain in full force and effect except to the extent that such provisions are expressly modified by the provisions of this Extension. Words and phrases used in this Extension shall have the meaning set forth in the Agreement unless the context clearly indicates that a different meaning is intended.
2. Extension. Section 5.1(a)(i) of the Agreement is amended by replacing the phrase "September 1, 2013" with "September 1, 2016".  
\* \* \*

IN WITNESS WHEREOF, Interpublic, by its duly authorized officer, and Executive have caused this Extension to the Agreement to be executed.

**The Interpublic Group of Companies, Inc.**

**Executive**

BY:           /s/ PHILIPPE KRAKOWSKY          

          /s/ ANDREW BONZANI          

**Philippe Krakowsky**  
**EVP, Chief Strategy & Talent Officer**

**Andrew Bonzani**

DATE: August 29, 2013

**Extension of Existing Executive Change of Control Agreement**

WHEREAS, **Christopher Carroll** (the "**Executive**") and The Interpublic Group of Companies, Inc. ("**Interpublic**," Interpublic and its subsidiaries being referred to herein as the "**Company**") are parties to an Executive Change of Control Agreement dated as of May 27, 2010 (the "**Agreement**"); and

WHEREAS, Section 5.1 of the Agreement states that the Agreement will expire as of September 1, 2013; and

WHEREAS, the Executive and the Company wish to extend the Agreement for another three years;

NOW, THEREFORE, the Agreement is hereby amended, effective immediately, as follows:

1. Incorporation by Reference. All provisions of the Agreement are hereby incorporated herein by reference and shall remain in full force and effect except to the extent that such provisions are expressly modified by the provisions of this Extension. Words and phrases used in this Extension shall have the meaning set forth in the Agreement unless the context clearly indicates that a different meaning is intended.
2. Extension. Section 5.1(a)(i) of the Agreement is amended by replacing the phrase "September 1, 2013" with "September 1, 2016".  
\* \* \*

IN WITNESS WHEREOF, Interpublic, by its duly authorized officer, and Executive have caused this Extension to the Agreement to be executed.

**The Interpublic Group of Companies, Inc.**

**Executive**

BY: /s/ ANDREW BONZANI

/s/ CHRISTOPHER CARROLL

**Andrew Bonzani**  
**SVP, General Counsel & Secretary**

**Christopher Carroll**

DATE: August 29, 2013

**Extension of Existing Executive Change of Control Agreement**

WHEREAS, **Philippe Krakowsky** (the “**Executive**”) and The Interpublic Group of Companies, Inc. (“**Interpublic**,” Interpublic and its subsidiaries being referred to herein as the “**Company**”) are parties to an Executive Change of Control Agreement dated as of May 27, 2010 (the “**Agreement**”); and

WHEREAS, Section 5.1 of the Agreement states that the Agreement will expire as of September 1, 2013; and

WHEREAS, the Executive and the Company wish to extend the Agreement for another three years;

NOW, THEREFORE, the Agreement is hereby amended, effective immediately, as follows:

1. Incorporation by Reference. All provisions of the Agreement are hereby incorporated herein by reference and shall remain in full force and effect except to the extent that such provisions are expressly modified by the provisions of this Extension. Words and phrases used in this Extension shall have the meaning set forth in the Agreement unless the context clearly indicates that a different meaning is intended.
2. Extension. Section 5.1(a)(i) of the Agreement is amended by replacing the phrase “September 1, 2013” with “September 1, 2016”.  
\* \* \*

IN WITNESS WHEREOF, Interpublic, by its duly authorized officer, and Executive have caused this Extension to the Agreement to be executed.

**The Interpublic Group of Companies, Inc.**

**Executive**

BY: /s/ ANDREW BONZANI

/s/ PHILIPPE KRAKOWSKY

**Andrew Bonzani**

**Philippe Krakowsky**

**SVP, General Counsel & Secretary**

DATE: August 29, 2013