

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

FORM 8-K

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

Date of report (Date of earliest event reported): November 18, 2021



**THE INTERPUBLIC GROUP OF COMPANIES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**1-6686**

(Commission File Number)

**13-1024020**  
(I.R.S. Employer  
Identification No.)

**909 Third Avenue, New York, New York 10022**  
(Address of principal executive offices) (Zip Code)

**(212)704-1200**  
(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Stock, par value \$0.10 per share</b>	<b>IPG</b>	<b>The New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On November 18, 2021, The Interpublic Group of Companies, Inc. (the “Company” or “IPG”) Board of Directors (the “Board”) announced that Michael Roth, Executive Chairman, will retire from the Company and the Board on December 31, 2021 and that David Thomas has been elected to serve as non-executive Chairman of the Board, effective January 1, 2022. These actions complete the transition plan announced in October 2020, when Philippe Krakowsky was announced as Chief Executive Officer, effective January 1, 2021.

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

[Exhibit 99.1](#): Press Release dated November 18, 2021, issued by the Company.

Exhibit 104: Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document (included as Exhibit 101)..

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 18, 2021

THE INTERPUBLIC GROUP OF COMPANIES, INC.

By: /s/ Andrew Bonzani

Name: Andrew Bonzani

Title: Executive Vice President and General Counsel



**FOR IMMEDIATE RELEASE**

**IPG Announces Board Transition**  
***Michael Roth to Retire December 31, 2021***  
***David Thomas Named Non-Executive Chair of the Board***

New York, NY – November 18, 2021 – [Interpublic Group](#) (NYSE: IPG) announced today that Michael Roth, Executive Chairman, will retire from the company and the Board of Directors on December 31, 2021 and that David Thomas has been elected to serve as non-executive Chair of the Board, effective January 1, 2022. These actions complete the transition plan announced in October 2020, when Philippe Krakowsky was announced as CEO, effective January 1, 2021.

“My time as Chairman and CEO of IPG has been a tremendous privilege,” said Michael Roth, the company’s current Executive Chair. “I am most proud of the work we have done to help shine a light on equity and inclusion, as well as being a values and purpose-driven enterprise. Operationally, we have evolved to meet the needs of an industry that is not only creative, but also increasingly about digital and data. Philippe has been key to the efforts to move the company forward on all these fronts, working with me and the board to build a contemporary organization that delivers high-value services for marketers. Our clients, people and shareholders are in very good hands going forward.”

“I am honored that my fellow directors have asked me to serve as Chair of IPG’s Board of Directors,” said Mr. Thomas. “On behalf of the board, I want to thank Michael for his nearly 20 years of service to IPG. His leadership has been

instrumental in making IPG the advertising sector's top-performing company across a range of key financial and operational metrics. I look forward to working with Philippe and my fellow board members to continue building on our successes, working together to create long-term value for our stakeholders.”

“Michael's leadership has always demonstrated that doing the right thing for our people and the communities in which we operate is good for our business,” said Philippe Krakowsky, CEO of IPG. “For the industry at large, he was the first to clearly articulate the importance of making diversity and inclusion business priorities. He also set an agenda for IPG that was fully client-centric, as we looked to bring collaborative, cross-agency teams together under our Open Architecture model. Michael has brought an insightful, calm and focused approach to problem-solving for a range of complex business challenges. On behalf of all our people, I want to thank Michael for two decades of thoughtful, measured and principled leadership.”

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#### About Interpublic

Interpublic (NYSE: IPG) ([www.interpublic.com](http://www.interpublic.com)) is a values-based, data-fueled, and creatively-driven provider of marketing solutions. Home to some of the world's best-known and most innovative communications specialists, IPG global brands include: Acxiom, Craft, FCB, FutureBrand, Golin, Huge, Initiative, Jack Morton, Kinesso, MAGNA, Matterkind, McCann, Medialhub, Momentum, MRM, MullenLowe Group, Octagon, R/GA, UM, Weber Shandwick and more. IPG is an S&P 500 company with net revenue of \$8.06 billion in 2020.

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#### Contact Information

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