#### 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): March 29, 2011

	The Interpublic Group of Companies, Inc.	
	(Exact Name of Registrant as Specified in Charter)	
Delaware	1-6686	13-1024020
(State or Other Jurisdiction	(Commission File	(IRS Employer
of Incorporation)	Number)	Identification No.)
1114 Avenue of the America	1114 Avenue of the Americas, New York, New York	
(Address of Principal Executive Offices)		(Zip Code)
Regi	istrant's telephone number, including area code: 212-704-120	00
· ·		
(For	mer Name or Former Address, if Changed Since Last Report	t)

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:

- $\hfill\square$  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- $\hfill \square$  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- $\hfill \square$  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 8.01 Other Events.

On March 29, 2011, The Interpublic Group of Companies, Inc. ("Interpublic") hosted an Investor Day, at which corporate and agency management presented a comprehensive overview of strategy, operations and finance at the holding company and its major global operating units. As part of the Investor Day, Michael Roth, Chairman and CEO of Interpublic, presented a strategic overview of the industry and the company, and Chief Financial Officer Frank Mergenthaler provided a detailed financial perspective and outlook for Interpublic and announced that the company is targeting 2014 to reach its operating margin objective of 13%. Copies of Mr. Roth's and Mr. Mergenthaler's presentations are attached hereto as Exhibits 99.1, 99.2 and 99.3.

#### Item 9.01 Financial Statements and Exhibits.

Exhibit 99.1: Opening presentation by Michael Roth, dated March 29, 2011 (filed pursuant to Item 8.01).

Exhibit 99.2: Presentation by Frank Mergenthaler, dated March 29, 2011 (filed pursuant to Item 8.01).

Exhibit 99.3 Closing presentation by Michael Roth, dated March 29, 2011 (filed pursuant to Item 8.01).

#### Cautionary Statement

This current report contains forward-looking statements. Statements in this report that are not historical facts, including statements about management's beliefs and expectations, constitute forward-looking statements. Without limiting the generality of the foregoing, words such as "may," "will," "expect," "believe," "anticipate," "intend," "could," "would," "estimate," "continue" or comparable terminology are intended to identify forward-looking statements. These statements are based on current plans, estimates and projections, and are subject to change based on a number of factors, including those outlined in our most recent Annual Report on Form 10-K under Item 1A, Risk Factors. Forward-looking statements speak only as of the date they are made and we undertake no obligation to update publicly any of them in light of new information or future events.

Forward-looking statements involve inherent risks and uncertainties. A number of important factors could cause actual results to differ materially from those contained in any forward-looking statement. Such factors include, but are not limited to, the following:

- · potential effects of a challenging economy, for example, on the demand for our advertising and marketing services, on our clients' financial condition and on our business or financial condition;
- · our ability to attract new clients and retain existing clients;
- · our ability to retain and attract key employees;
- · risks associated with assumptions we make in connection with our critical accounting estimates, including changes in assumptions associated with any effects of a weakened economy;
- · potential adverse effects if we are required to recognize impairment charges or other adverse accounting-related developments;
- · risks associated with the effects of global, national and regional economic and political conditions, including counterparty risks and fluctuations in economic growth rates, interest rates and currency exchange rates; and developments from changes in the regulatory and legal environment for advertising and marketing and communications services companies around the world.

Investors should carefully consider these factors and the additional risk factors outlined in more detail in our most recent Annual Report on Form 10-K under Item 1A, Risk Factors.

#### 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.

THE INTERPUBLIC GROUP OF COMPANIES, INC.

Date: March 31, 2011

By: /s/ Nicholas J. Camera
Nicholas J. Camera
Senior Vice President, General Counsel and
Secretary

# INVESTOR DAY 2011 MICHAEL ROTH

# WE'VE COME A LONG WAY FROM...

- SOX compliance
- Operating losses
- Weak agency offerings and balance sheet
- "Beleaguered IPG"

### **MAJOR STEPS IN THE TURNAROUND**

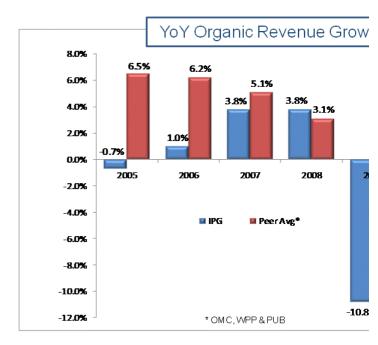
- Resolved legacy issues
- Invested in world-class digital, creative and leadership talent
- Strategically re-aligned major elements of the port
- Significantly strengthened financial infrastructure a instilled management discipline across the organiz

### RESULTING IN STRONG PERFORMAN

Vital and contemporary agency brands

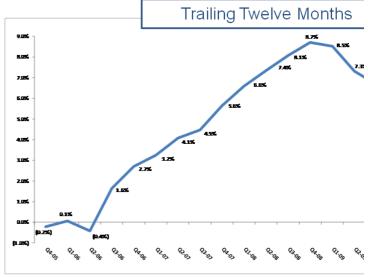
## RESULTING IN STRONG PERFORMAN

- Vital and contemporary agency brands
- Competitive organic revenue performance



# RESULTING IN STRONG PERFORMAN

- Vital and contemporary agency brands
- Competitive organic revenue performance
- Dramatic operating margin improvement



Excludes the effect of restructuring and other reorganization-related charges (reversals) a and other charges.

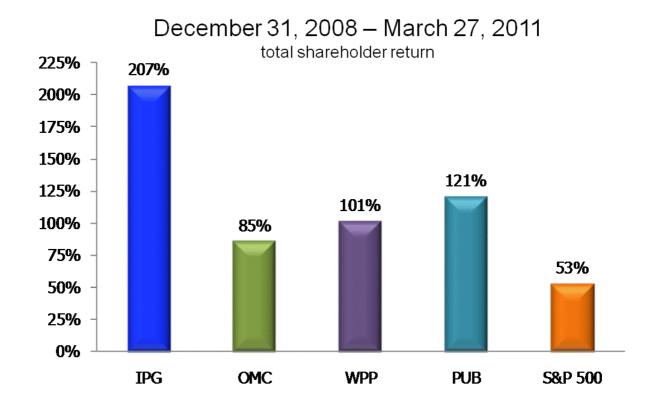
## RESULTING IN STRONG PERFORMAN

- Vital and contemporary agency brands
- Competitive organic revenue performance
- Dramatic operating margin improvement
- Strong balance sheet and cash generation

## **RESULTING IN STRONG PERFORMAN**

- Vital and contemporary agency brands
- Competitive organic revenue performance
- Dramatic operating margin improvement
- Strong balance sheet and cash generation
- Outstanding share performance in 2009 and 2010

### SHARE PERFORMANCE



# IPG TODAY: A PORTFOLIO OF PREMIER SERVICE OFFERINGS

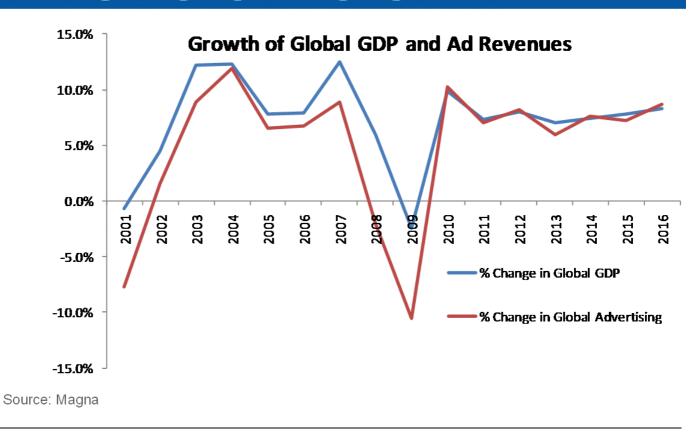
- Foundation of <u>world-class agencies</u> and <u>clients</u>
- Strong in strategically critical areas such as <u>digit</u> media and <u>integrated solutions</u>
- <u>Effectively managed change</u> in the economic environment, while continuing to invest
- Remain focused on <u>accelerated margin recovery</u> achieve peer-like financial performance



# SIGNIFICANT OPPORTUNITY

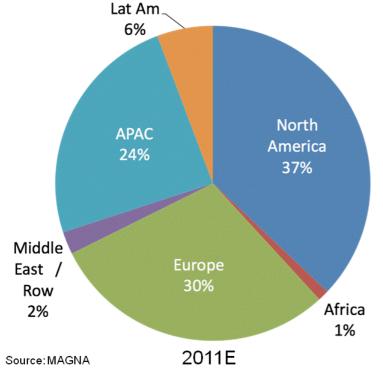
- We operate in a global growth industry
- In a <u>new world of complexity</u> driven by digital converger the role of marketing will grow
  - Consumers are in control
  - > Marketers require expert guidance, higher value thinking
- Key drivers:
  - > Digital | Emerging economies | Accountable, integrate

# INDUSTRY IN STEP WITH MACROECONOMIC GROWTH



# REGIONAL TRENDS – U.S. AND EMERGIOMARKETS LEAD THE WAY





Region	20 <sup>,</sup> Gro
North America	4
Europe	+
Lat Am	+
Africa	+
APAC	+
Middle East / ROW	+
World	4

# REGIONAL TRENDS – U.S. AND EMERGIOMARKETS LEAD THE WAY

Global Core Media Ad Revenues by Region

BRIC Highlights

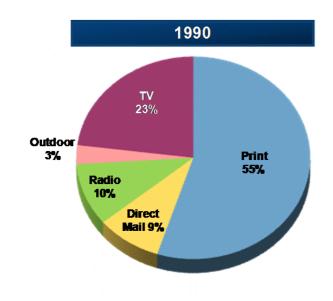
\$ in Millions	2011E	2011 % Chg	2012 E % Chg	2013E % Chg
Brazil	11,878	11.6%	11.3%	11.2%
Russia	8,952	12.8%	12.0%	9.5%
India	5,323	21.0%	19.1%	19.2%
China <sub>Europe</sub>	27,034	18.8%	17.0%	16.6%
Total 30%	\$53,187	16.3%	15.1%	(14.5%

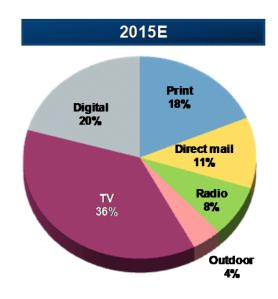
Middle East / Row 2%

Source: MAGNA

# SECTOR LOOK SHOWS DIGITAL AND TV GROWING

#### Share of U.S. Ad Revenues by Medium

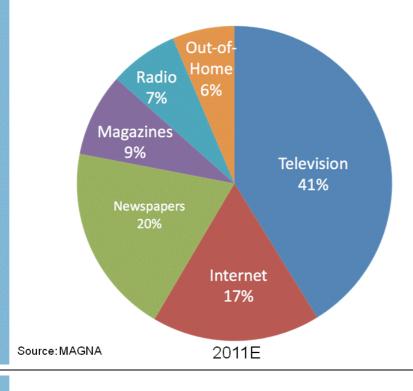




Source: MAGNA; industry analysts

# TREND HOLDS GLOBALLY

#### Global Core Media Ad Revenues by Medium



Region	2011 Grow
Television	+7
Internet	+10
Newspapers	+1
Magazines	+0
Radio	+3
Out-of-Home	+7
Total	+5

- Opportunity for sustained organic growth
  - Revenue conversion key to IPG's ability to drive significant margin improvement
- Technology leads to massive shift in consumer beha
  - > All media becoming digital
  - Greater need for message / touch point integration
- New world of media ready to meet evolving client r

# Devices are all connected Needs and interests fulfilled in an instant Opportunities for brands are exponential

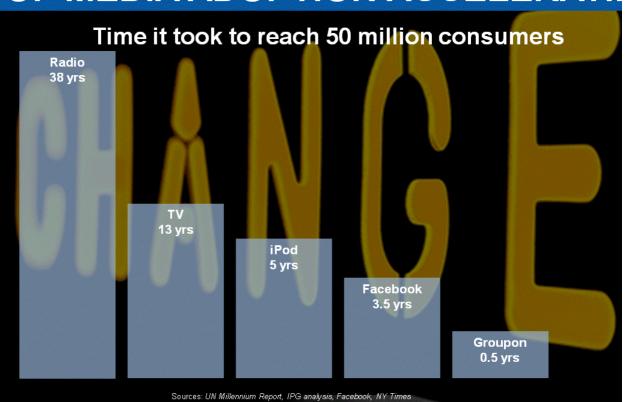




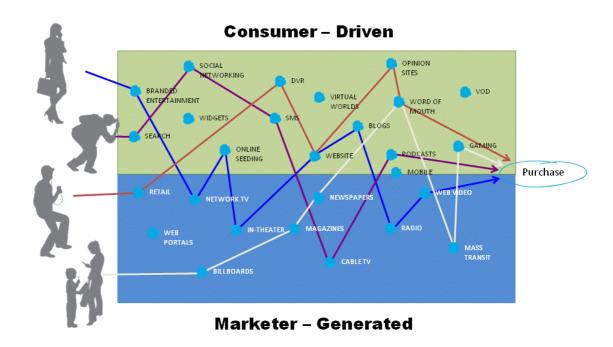


### It's All About the Consumer

### RATE OF MEDIA ADOPTION ACCELERATION



## **PURCHASE JOURNEY TOTALLY PERSONALIZ**



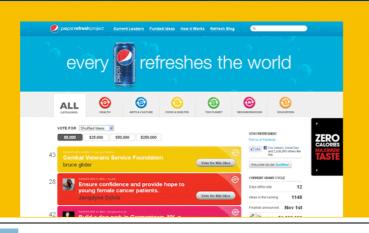
# IMPLICATIONS OF CONVERGENCE & CONSUMER CONTROL

- Premium on <u>creative ideas</u> that create connections across channels
- Optimization of <u>media mix</u> to engage audiences at individual
- Interactivity across paid, owned and earned media
- Proliferation of <u>data</u> informs strategy, allows for targeting a makes accountability a must





## **DIGITAL**





### **KEY TRENDS: DIGITAL**

- Will continue to see growth in clients' digital spenders especially internationally
- Online video, mobile, geo-targeting and gaming small today – are key to the evolving digital equation
- The web will keep getting more social
- Forrester study: "<u>agencies will become more impo</u> <u>than ever</u>" as media platforms splinter and comple increases

### **DIGITAL STRATEGY**

- The share of client expenditure available to agence opposed to media owners is greater in the digital
- People don't distinguish where they consume con digital expertise must therefore be <u>at the core of</u> <u>everything we do</u> and embedded within every IPG
- World-class specialized assets are available to supplement integrated teams or collaborate with c major networks; also investing to build these out g

# "INTEGRATED DIGITAL" SOME PROOF POINTS...

- MRM positioning and growth within Worldgroup
- Draftfcb's native digital capability
- CMG social media expertise
- U.S. independents' digital strength
- Mediabrands digital leadership within global netwoodevelopment of Cadreon, Geomentum, TAP
- Lowe collaboration with HUGE
- Labs, apps, analytics dashboards and walls, etc...



### **KEY TRENDS: EMERGING MARKETS**

- Emerging economies <u>continue to outperform</u> this was entheir strength compared to developed markets during rece
- By 2014 all four BRIC countries projected to be among to world consumer markets
- Ad spend as proportion of GDP will continue to grow
- High levels of technology adoption use of new media wi increase dramatically, making for rich marketing ecosyste

### **EMERGING MARKETS: IPG SNAPSHOT**

#### Strength in India…

- Recent Lowe Lintas and Draftfcb Ulka deals cement position with leading
- Outstanding creative talent
- Strong activation capability could be extended regionally
- Investing in digital talent, local digital JVs

#### ...also Brazil

- > Transactions have strengthened agencies Borghierh/Lowe and WMcCa
- > All three global networks performing well
- Very strong creative leadership
- Targeted digital acquisitions CUBO
- Leveraging strength of CMG and marketing services offerings to capitalize and World Cup

# **EMERGING MARKETS: IPG SNAPSHOT**

#### China

- Strong Worldgroup and CMG offerings (partnering with Chinese government)
- Significant talent investment new leadership at multiple agencies
- Actively pursuing M&A in field marketing, digital and media, though multip high and the market volatile

#### Middle East

MCN remains region's largest player, with strong capabilities, but political macroeconomic factors create overhang

#### Russia

- Strong partner in ADV
- All of our brands active in the market and momentum is positive
- Broader uncertainties make investment challenging



# **ACCOUNTABLE & INTEGRATED SOLUTIO**



### **KEY TRENDS: INTEGRATED MARKETING**

- New realities of marketing require:
  - Greater collaboration between agencies
  - Strong integrated digital capabilities
  - Analytics to drive accountability
  - Customized solutions that meet client needs
- The ability to deliver on the promise of integrated mark can be <u>a significant differentiator</u> for us going forward

### SAMPLING OF INTEGRATED OFFERINGS

- Delivered by our major global networks working alone or together with specialists partners from within IPG
- High degree of collaboration within our media and marketi services units, which also partner well across the group
- Under one roof at U.S. independents
- As part of customized "open architecture" solution
  - > Holding Company Led | Lead Agency | Collaborative

### WHAT TO LOOK FOR TODAY...

- Unique and differentiated agency brands
- Global growth business
- Complexity creates opportunity
- Digital | emerging markets | integrated solutions
  - > Strategic actions to position ourselves appropriately
  - None more important than talent, creativity and strength of our agencies

# INTERPUBLIC APPENDIX

# RECONCILIATION OF ADJUSTED OPERATING MARGIN

(\$ in Millions)

			cturing and organization-	Lon	g-Lived Asset		
Last Twelve	Operat	ing Income	ed Charges		rment and Other	Δdiusta	d Operating
Months Ending	•	Loss)	ersals), net	IIIIpuii	Charges	Adjusted Operating Income (Loss)	
12/31/05	\$	(104.2)	\$ (7.3)	\$	98.6	\$	(12.9)
3/31/06		(94.7)	`-		98.6		3.9
6/30/06		(133.3)	8.2		98.6		(26.5)
9/30/06		(4.2)	14.3		92.1		102.2
12/31/06		106.0	34.5		27.2		167.7
3/31/07		141.4	33.5		27.2		202.1
6/30/07		210.1	22.0		27.2		259.3
9/30/07		240.3	21.0		27.2		288.5
12/31/07		344.3	25.9		0.0		370.2
3/31/08		410.7	29.7		0.0		440.4
6/30/08		465.7	39.0		0.0		504.7
9/30/08		530.9	37.6		0.0		568.5
12/31/08		589.7	17.1		0.0		606.8
3/31/09		565.6	13.7		0.0		579.3
6/30/09		461.9	9.6		0.0		471.5
9/30/09		403.9	5.2		0.0		409.1
12/31/09		341.3	4.6		0.0		345.9
3/31/10		363.8	5.1		0.0		368.9
6/30/10		444.1	5.7		0.0		449.8
9/30/10		486.0	7.6		0.0		493.6
12/31/10		548.7	3.9		0.0		552.6

# INTERPUBLIC / MOVING FORWARD FRANK MERGENTHALER

# TO SUMMARIZE WHERE WE ARE TODAY...

#### IPG Portfolio:

- · Strategically realigned
- Restructured
- · While investing in:
  - Talent
  - Digital
  - High growth markets

# •

# **Competitive Offering** in Marketplace

#### Continue to Focus on:

- Financial discipline
- Controls
- Technology / Tools
- · Data / Analytics
- Commercial excellence



### Improving Margin Pro

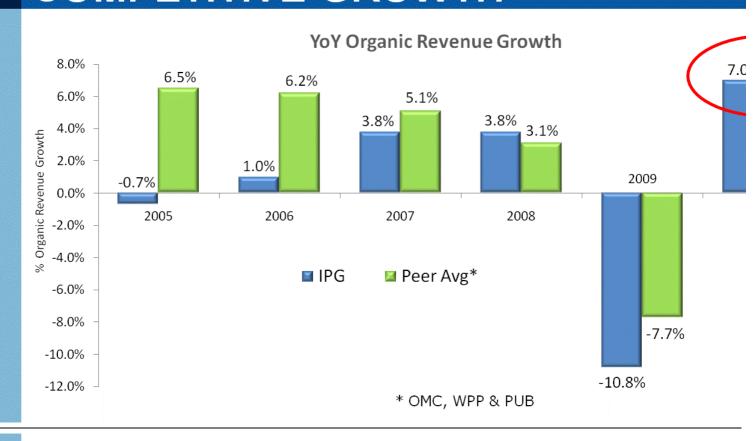
#### Improved Balance Sheet / Capital Structure:

- · Free cash-flow generator
- · Ample cash on hand
- Working capital management
- Deleveraging
- · Manageable credit profile
- · Returning capital to shareholders

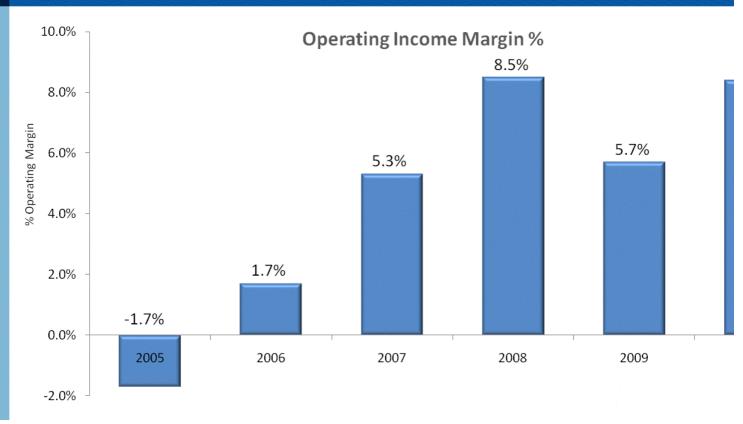


**Value Driver** 

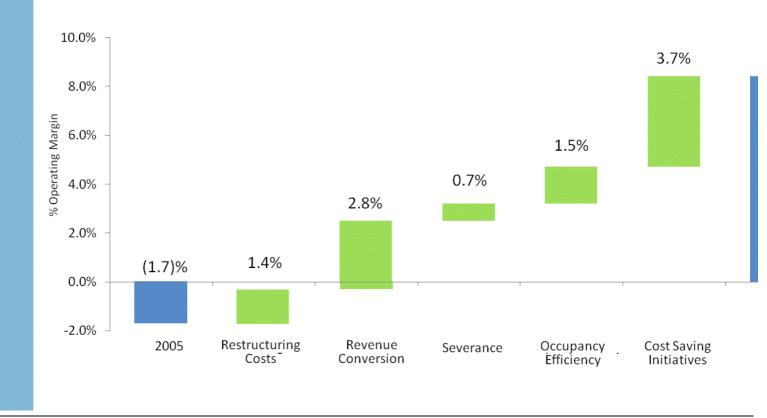
# **COMPETITIVE GROWTH**



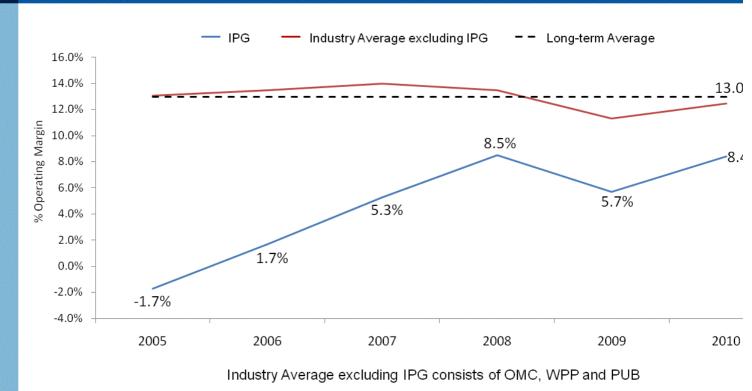
# **IMPROVING MARGINS**



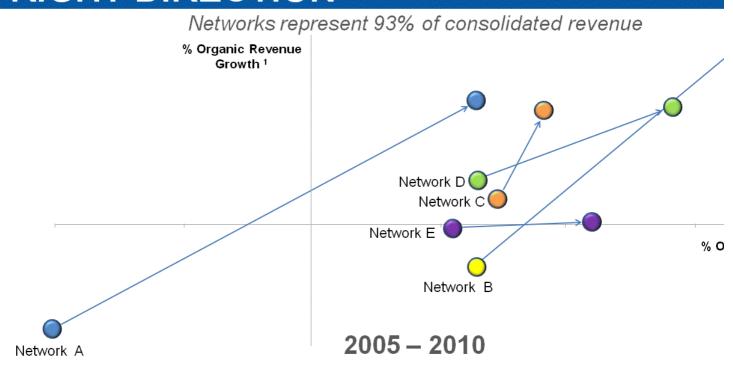
# **2005 – 2010 MARGIN BRIDGE**



# **BUT NOT THERE YET...**



# ALL GLOBAL NETWORKS HEADING IN RIGHT DIRECTION



<sup>&</sup>lt;sup>1</sup> Organic Revenue growth from 2004 to 2005, Organic Revenue Growth from 2009 to 2010

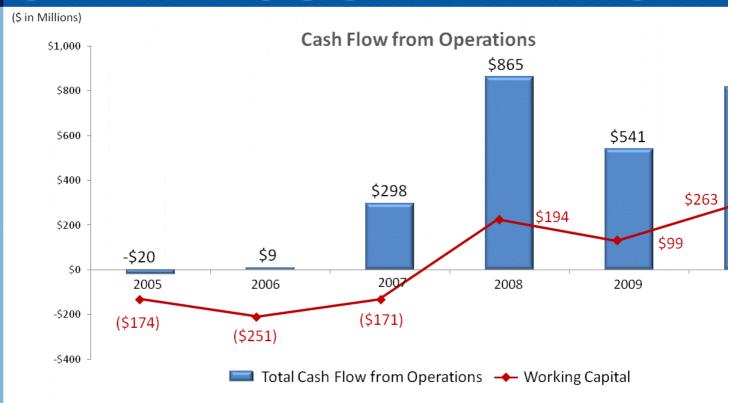
# STRONG LIQUIDITY AND FINANCIAL FLEXIBILITY

Strengthened Capital Structure

- Cash & S/T marketable securities on balance sheet of \$2.7 billion a
- Reduced debt by approximately \$600 million from 2008-2010
- Extended maturity profile
- Improved credit metrics
  - Leverage ratio from 5.9x in 2006 to 2.3x in 2010
- Improved credit ratings since 2006
- Repurchased \$304 million of our 5.25% convertible preferred share
  - Lowered preferred dividend by \$16 million (annually)
  - Eliminated 22 million embedded common shares

<sup>&</sup>lt;sup>2</sup> Excludes Severance

# **GENERATING SIGNIFICANT CASH...**



# INTERPUBLIC OUTLOOK

## **OUR FINANCIAL PRIORITIES**

- Maintain competitive organic revenue growth
- Attain peer level margins
- Continue to strengthen capital structure / balance sheet
- Deploy growing cash flow and cash-on-hand for value crea
  - Organic initiatives
  - Bolt-on acquisitions
  - Direct shareholder returns

# WE EXPECT TO ACHIEVE PEER LEVEL MARGINS BY 2014



### DRIVING TOWARD PEER LEVEL MAR

We are committed to achieving peer level margins (~13%) with a plan of 100+bps improvement annually through:

- Efficient revenue conversion to profit
- Leveraging strategic investments to drive increased efficients
- Cost reduction initiatives
- Incentive compensation driving behavior

# REVENUE CONVERSION TO PROFIT

- Critical areas of focus:
  - Scope of work
  - Pricing
  - Staff utilization / capacity
  - Temporary labor
  - Production
- We must leverage our investment in base payroll
- Objective is 30% conversion

# LEVERAGING STRATEGIC INVESTMENT TO DRIVE EFFICIENCY

#### Client Profitability Tools

- Resource / project management
- · Staff productivity / utilization
- · Client specific data / analytics / KPIs
- · All global networks on-board by 2011

#### New Global ERP Strategy ("Vantage")

- · Single integrated platform
- · Active user community driven design
- Business process reengineering through proper adoption of standard platform
- 55-60% of revenue on Vantage by end of 2012

Technology / data driving more informed decision making

# **COST REDUCTION INITIATIVES**

- Shared Services / Back-office consolidation
- Real Estate portfolio rationalization
- Strategic sourcing initiatives

# SHARED SERVICES / BACK OFFICE CONSOLIDATION

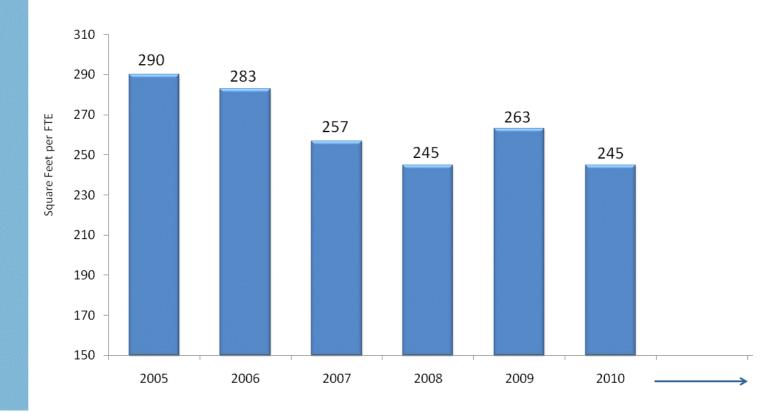
Scaled Service optimization initiative is well underway

- North America
  - Shared service center in Omaha, Nebraska
  - 400+ employees
  - All global networks currently serviced
- Rest of World
  - Creating back-office hubs that consolidate operations acro different networks in key international markets on a country
- Opportunity... 2,000 employees performing back-office process

# REAL ESTATE

- Centralized IPG real estate function is our global gateke
- We have consistently lowered occupancy as % of rever (except in 2009)
- Decreased square feet per FTE from 290 in 2005 to 24.
  - Targeted 10% improvement to 220 sq ft/FTE in 2014

# REAL ESTATE MANAGEMENT SQUARE FEET PER FTE



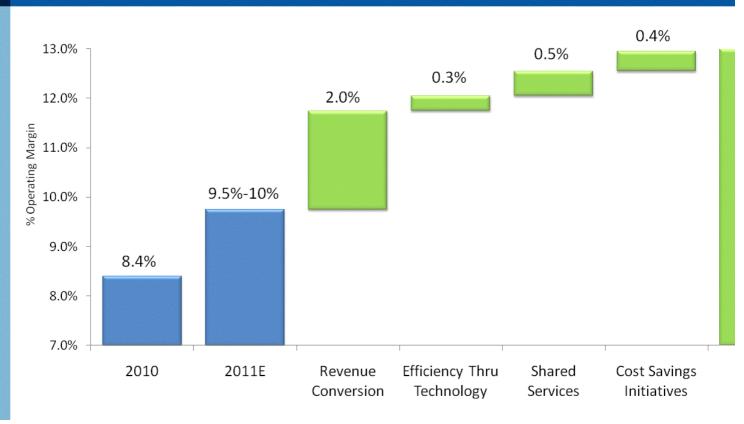
# STRATEGIC SOURCING

- Centralized IPG procurement team, leveraging our across regions and suppliers
  - IT & Telecom
  - Professional Services
  - Production Services
  - Office Services

# INCENTIVE COMPENSATION ALIGNEDRIVE MARGIN

- Annual and long term incentives are linked to organic regrowth and operating margin
- All agencies, regions and networks have specific financ and High Priority Objectives
- Incentive target aligned with external financial commitm
- Incentive goals and pools are re-set yearly, thus providi leverage

## **OPERATING MARGIN BRIDGE**



# FINANCIAL MODEL

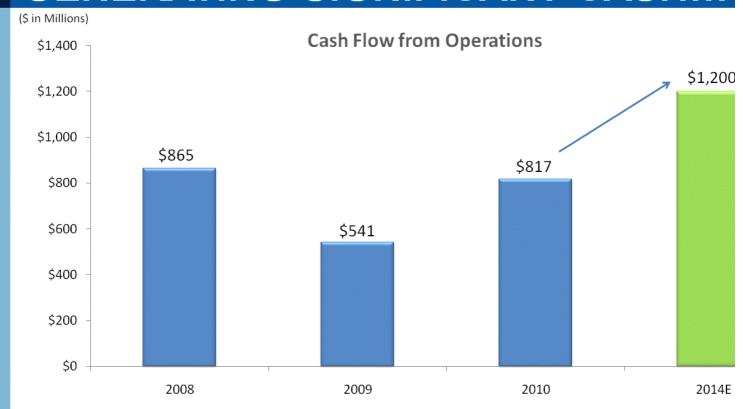
	2010 Actual	2014 Target	Ke
Yearly Organic Revenue Growth	7%	4% to 5% annually	Competitive orç
Salaries and related expenses as % of revenue	63.0%	60%	Leverage on in base payroll an
Office & General Expenses as % of revenue <sup>1</sup>	28.6%	27%	Leverage on oc expense
Operating Margin	8.4%	~ 13%	Peer Level Mar

<sup>&</sup>lt;sup>1</sup>Includes 0.1% of restructuring costs

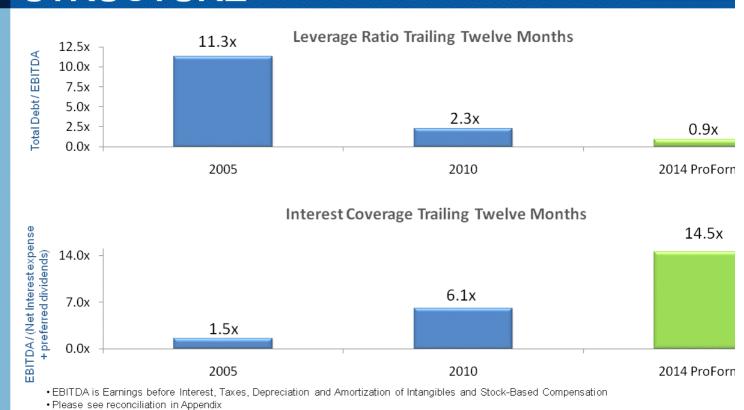
# CASH FLOW & BALANCE SHEET CONTINUE TO CREATE VALUE

- 1. Cash Flow Generation
- 2. Capital Structure Goals
- 3. NOL Utilization
- 4. Cash/Book Taxes
- 5. Capital Allocation

# **GENERATING SIGNIFICANT CASH...**



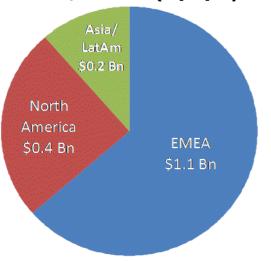
# VALUE CREATION FROM CAPITAL STRUCTURE



# **NOL's UTILIZATION**

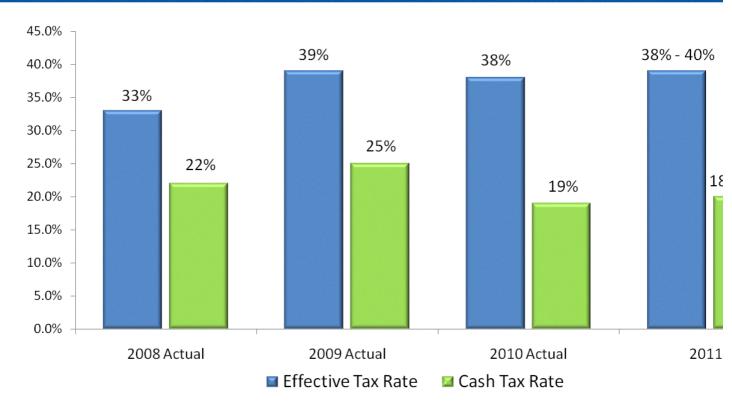
Net Operating Loss Carry-Forwards

NOL's \$1.7 Billion (12/31/10)



\$ millions	2008	2009	2010
NOL Utilization	\$321	\$44	\$181
Cash Tax "Shield"	\$120	\$12	\$68

# **EFFECTIVE TAX RATE VS. CASH TAX F**



## INVESTMENTS AND M&A PRIORITIES

- Targeting high-growth disciplines (digital/analytics) and high-grow
- Strengthening our offerings in key markets
- Recent transactions:
  - India
  - Brazil
  - Middle East
- HUGE (digital)
- Reprise (search)
- Brand X (Healthcare)
- DLKW (U
- Cubo (diç
- Budgeting \$150 million annually, excluding "earnouts"
- Global build-out of strategic brands organically, e.g. R/GA and HI
- Strict post-merger integration policies and procedures

# SUMMARY

#### 2010

- · Organic revenue growth was competitive with peers at 7%
- Leveraged base payroll from growth & '09 headcount actions
- 270 bps margin improvement
- Continued capital structure improvement



#### 2011

- Sustain competitive org revenue growth
- Leverage on major expe components, led by imp staff utilization and effic
- 110 to 160 bps operatin margin improvement
- Introduced dividend and share repurchase

## SUMMARY

#### 2012+

- Competitiveness of our brands is critical
- Efficient conversion of revenue growth into margin expansion
- Margin improvement from structural cost actions, new efficiencies, and ongoing expense disciplines
- Dividends/Share repurchase a growing part of value creatic

# INTERPUBLIC APPENDIX

# **RECONCILIATION OF EBITDA**

(\$ in Millions)

Twelve Months Ending December 31,

			,
EBITDA Reconciliation	2005	2010	2014
Operating Income (Loss):	(\$104.2)	\$548.7	
+ Depreciation and amortization	211.1	198.5	
+ Long-lived asset impairments	98.6	0.0	
+ Other non-cash charges	(7.3)	(0.1)	
EBITDA as defined:	\$198.2	\$747.1	

 $<sup>^{1}</sup>$  Key assumptions include organic revenue growth of 4% to 5% per year from 2010 and operating margin of 13.

# INTERPUBLIC / MOVING FORWARD MICHAEL ROTH

# **IPG: WELL-POSITIONED FOR LONG**

- Globalization, media complexity and accountability all re opportunities for us
- Outstanding and <u>energized leadership talent</u> across the
- Competitive <u>digital offerings</u> at all our agencies, further edges by world-class specialized assets
- Strength and quality in <u>key emerging markets</u>

# **IPG: WELL-POSITIONED FOR LONG**

- <u>Successful turnarounds</u> at Lowe, Mediabrands and Draf been achieved through leadership changes, talent infus evolutionary strategies – McCann transformation under
- We are increasingly delivering on <u>open architecture mode</u> customized, accountable client solutions
- All agencies are testing / developing new capabilities an revenue streams – from IP rights to licensing approache automated production platforms. Most promising opport remains <u>performance-based compensation</u>.

# **IPG: WELL-POSITIONED FOR LONG**

- Made key <u>strategic decisions</u> and <u>invested in talent</u>
- Delivering competitive organic growth
- Proven record of <u>improving profitability</u> and clear plan to ac peer-level margins
- Ample cash capacity over next four years \$1.2 billion operash flow in 2014
- All of which will allow us to further invest in business and <u>e</u> shareholder value

# INTERPUBLIC Q&A

THANK YOU

# INTERPUBLIC GROUP INVESTOR DAY