SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Instruction 1(b)			Filed pursuant to Section 16(a) of the Securities Exchange Act of 1	934
			or Section 30(h) of the Investment Company Act of 1940	
1. Name and Addr Johnson Elle	<u>en Tobi</u>		2. Issuer Name and Ticker or Trading Symbol <u>INTERPUBLIC GROUP OF</u> <u>COMPANIES, INC.</u> [IPG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below)
(Last) (First) (Middle) C/O IPG 909 THIRD AVE.		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2022	CFO
505 IIIIQ A	<i>ч</i> Б.		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable
(Street) NEW YORK	NY	10022		Line) X Form filed by One Reporting Person Form filed by More than One Reporting
(City)	(State)	(Zip)		Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date	2A. Deemed Execution Date.	3. Transaction Code (Instr.		4. Securities			5. Amount of Securities	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Month/Day/Year)	if any (Month/Day/Year)			Disposed of	(2) (1150	. 0, 4 and 0)	Beneficially Owned Following Reported		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/28/2022		Α		24,984(1)	A	\$36.69	129,245 ⁽²⁾	D	
Common Stock	02/28/2022		A		13,397 ⁽³⁾	A	\$36.69	142,642(2)	D	
Common Stock	02/28/2022		F		11,017(4)	D	\$36.69	131,625 ⁽²⁾	D	
Common Stock	03/01/2022		S		4,222 ⁽⁵⁾	D	\$35.71 ⁽⁶⁾	127,403 ⁽²⁾	D	
Common Stock	03/02/2022		S		2,778 ⁽⁵⁾	D	\$36.32 ⁽⁷⁾	124,625 ⁽²⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1	(e.g., puis, cais, warants, 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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	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	Title	Amount or Number of Shares				

Explanation of Responses:

1. Restricted shares that will vest on February 28, 2025.

2. Includes restricted shares that are subject to forfeiture under certain circumstances.

3. Performance based shares, awarded to Ms. Johnson on February 28, 2022 after achieving specific performance goals and vesting over the 2019-2022 period.

4. This is not an open market sale; rather it represents a surrender of shares to the company to satisfy withholding tax obligations.

5. Open market sale.

6. Reflects average price of multiple sales on March 1, 2022 ranging from \$35.50-36.50. Ms. Johnson undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

7. Reflects average price of multiple sales on March 2, 2022 ranging from \$35.89-\$36.46. Ms. Johnson undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

<u>/s/Robert Dobson POA for</u> Ellen Johnson

03/02/2022

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.