FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPROVAL | | | | | | | | |
|---|-------------------------|-----------|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | |
| l | Estimated average burde | en | | | | | | | |
| l | hours per response: | 0.5 | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 an | d Address of | Reporting Person* | | | _ | | . , | | ker or Tra | | Symbol | 01 13. | +0 | 5. | Relationsh | nip of Reportin | ng Person(s) to | Issuer | | |
|--|--|--|--|---------|--------------------------------|--------------------|---|-------|-------------------------------------|--------|------------|---|------------------------|-------------------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person* Mergenthaler Frank | | | | | | | INTERPUBLIC GROUP OF COMPANIES, INC. [IPG] | | | | | | | | theck all ap Dire V Offi | oplicable) ector cer (give title | 10% Other | Owner r (specify | | |
| (Last) (First) (Middle) 1114 AVENUE OF THE AMERICAS 19TH FLOOR | | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/31/2010 | | | | | | | | | Exec VP & CFO | | | | |
| (Street) NEW YORK NY 10036 (City) (State) (Zip) | | | | | 4. If <i>i</i> | Line) X Form filed | | | | | | | | | | m filed by One | Joint/Group Filing (Check Applicable filed by One Reporting Person filed by More than One Reporting in | | | |
| | | Tabl | e I - Noi | n-Deriv | ative | Sec | uritie | s Acc | quired | , Dis | posed o | f, oı | r Bene | eficia | ally Own | ed | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | | | E) if: | A. Deemed Execution Date, f any Month/Day/Year) | | Transaction Dispos | | Disposed | ities Acquired (A) d Of (D) (Instr. 3, | | (A) or 3, 4 ar | d Secu Bene | nount of rities ficially ed Following | 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 | Trans | saction(s) . 3 and 4) | | (111341.4) | | |
| Common Stock 03/31/ | | | | | | | 2010 | | A | | 39,447(1) | | A | \$8. | 45 5 | 22,639(2) | 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. Deem Execution if any (Month/Da | Date, | 4. Transactic Code (Inst | | | | 6. Date E Expiration (Month/I | on Dat | | Amount of Securities Underlying Derivative Security (Instr. and 4) | | | 8. Price of Derivative Security (Instr. 5) | | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Everciss | | Expiration | Title | Amo or Nun of | nber | | | | | | |

Explanation of Responses:

- 1. Restricted stock that will vest as of March 31, 2013.
- 2. Includes restricted shares that are subject to forfeiture under certain circumstances.

/s/Nicholas J. Camera POA for Frank Mergenthaler 04/02/2010

** 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.