

CARROLL CHRISTOPHER F

Form 4

March 04, 2019

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CARROLL CHRISTOPHER F

2. Issuer Name **and** Ticker or Trading  
Symbol  
INTERPUBLIC GROUP OF  
COMPANIES, INC. [IPG]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
IPG, 909 THIRD AVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2019

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
SVP, Cont & CAO

NEW YORK, NY 10022

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/28/2019		A	(A) or (D) Amount 12,130 (1)	\$ 22.9 44,654 (2)	D	
Common Stock	02/28/2019		F	(3) 6,744	\$ 22.9 37,910 (2)	D	
Common Stock	02/28/2019		A	(4) 54,596	\$ 22.9 92,506 (2)	D	
Common Stock	02/28/2019		A	(5) 19,655	\$ 22.9 112,161 (2)	D	
Common Stock	03/01/2019		S	(6) 18,000	\$ 22.95 94,161 (2)	D	
				(7)			

# Edgar Filing: CARROLL CHRISTOPHER F - Form 4

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**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. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CARROLL CHRISTOPHER F IPG 909 THIRD AVE NEW YORK, NY 10022	SVP, Cont & CAO

## Signatures

/s/Robert Dobson POA for Chris  
Carroll 03/04/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Performance based shares, awarded to Mr. Carroll on February 28, 2019 after achieving specific performance goals and vesting over the 2016-2019 period.
- (2) Includes restricted shares which are subject to forfeiture under certain circumstances.
- (3) This is not an open market sale, rather it represents a surrender of shares to the company to satisfy withholding tax obligations.
- (4) Restricted shares that will vest on February 28, 2022.
- (5) Restricted shares that will vest on February 28, 2024.

## Edgar Filing: CARROLL CHRISTOPHER F - Form 4

(6) Open market sale.

Reflects average price of multiple sales on March 1, 2019 ranging from \$22.82-\$23.12. Mr. Carroll undertakes to provide upon request by (7) the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number shares sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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