

INTERPUBLIC GROUP OF COMPANIES, INC.

Form 4/A

June 20, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KRAKOWSKY PHILIPPE**

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, 1114 AVE OF THE AMERICAS**

3. Date of Earliest Transaction (Month/Day/Year)  
**06/15/2006**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Exec VP, Strategic & Corp Rel.**

(Street)  
**NEW YORK, NY 10036**

4. If Amendment, Date Original Filed (Month/Day/Year)  
**06/19/2006**

6. Individual or Joint/Group Filing (Check Applicable Line)  
 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 (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3)         | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) |                  |                           |              |                            |
|-----------------------------|--|----------------------|-----------------|---|------------------|------------------|------------------|---------------------------|--------------|----------------------------|
|                             |  |                      | Code            | V   | (A)              | (D)              | Date Exercisable | Expiration Date           | Title        | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 8.655                                 | 06/15/2006           | A               |   | 57,770           |                  | <u>(1)</u>       | 06/15/2016 <sup>(2)</sup> | Common Stock | 57,770                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| KRAKOWSKY PHILIPPE<br>IPG<br>1114 AVE OF THE AMERICAS<br>NEW YORK, NY 10036 |               |           | Exec VP, Strategic & Corp Rel. |       |

## Signatures

/s/Marjorie M. Hoey POA for Philippe Krakowsky  
06/20/2006  
Date

\_\_Signature of Reporting Person

## 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).  
The option vests as follows: (i) 33% of the total number of shares underlying the option vests on June 15, 2008, (ii) 33% of the total number of shares underlying the options vests on June 15, 2009 and (iii) 34% of the total shares underlying the option vests on June 15, 2010.
- (1) The filing submitted and accepted by Edgar on 6/19/2006 had an incorrect expiration date of 6/15/2006. The correct expiration date of the option is 6/15/2016.

### Remarks:

Amendment was filed because expiration date of stock option was incorrectly noted as 6/15/2006 instead of 6/15/2016. Expiration

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.