

INTERPUBLIC GROUP OF COMPANIES, INC.

Form 8-K

May 29, 2012

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): May 24, 2012

The Interpublic Group of Companies, Inc.
(Exact Name of Registrant as Specified in Charter)

| | | |
|---|---------------------------------------|--|
| Delaware (State or Other Jurisdiction of Incorporation) | 1-6686 (Commission File Number) | 13-1024020 (IRS Employer Identification No.) |
| 1114 Avenue of the Americas, New York, New York (Address of Principal Executive Offices) | | 10036 (Zip Code) |

Registrant's telephone number, including area code: 212-704-1200

(Former Name or Former Address, if Changed Since Last Report)

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:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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 5.07. Submission of Matters to a Vote of Security Holders

(a) The Annual Meeting of Shareholders of The Interpublic Group of Companies, Inc. (“IPG”) was held on May 24, 2012.

(b) The following matters were voted upon with the final results indicated below.

1. The nominees listed below were elected directors with the respective votes set forth opposite their names:

| NOMINEE | FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|-----------------------------|-------------|------------|---------|---------------------|
| Jocelyn Carter-Miller | 339,690,582 | 18,402,319 | 237,623 | 20,786,356 |
| Jill M. Considine | 337,885,291 | 20,214,289 | 230,944 | 20,786,356 |
| Richard A. Goldstein | 355,101,343 | 2,981,210 | 247,971 | 20,786,356 |
| Mary J. Steele Guilfoile | 356,828,023 | 1,260,851 | 241,650 | 20,786,356 |
| H. John Greeniaus | 337,675,531 | 20,420,257 | 234,736 | 20,786,356 |
| Dawn Hudson | 353,327,036 | 4,757,126 | 246,362 | 20,786,356 |
| William T. Kerr | 334,751,979 | 23,325,125 | 253,420 | 20,786,356 |
| Michael I. Roth | 343,722,639 | 14,316,777 | 291,108 | 20,786,356 |
| David M. Thomas | 356,693,121 | 1,394,935 | 242,468 | 20,786,356 |

2. A proposal to approve confirmation of the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm for fiscal year 2012 was approved with the votes set forth below. There were no broker non-votes.

For 375,592,749
 Against 3,318,588
 Abstain 205,543

3. An advisory ballot question on executive compensation was approved with the votes set forth below:

For 330,625,946
 Against 22,982,658
 Abstain 4,721,920
 Broker 20,786,356
 non-votes

4. A shareholder proposal regarding retention by senior executives for one year after termination of employment of a significant percentage of their holdings of the Common Stock of IPG was defeated with the votes set forth below:

For 77,046,041
 Against 279,408,296
 Abstain 1,876,187
 Broker 20,786,356
 non-votes

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: May 29, 2012

By: /s/ ANDREW BONZANI
Andrew Bonzani
Senior Vice President, General Counsel and
Secretary