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INTERPUBLIC GROUP OF COMPANIES INC

Form 8-K

March 18, 2003

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): March 13, 2003

The Interpublic Group of Companies, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware	1-6686	13-1024020
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
1271 Avenue of the Americas, New York, New York		10020
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(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code: 212-399-8000

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

Item 5. Other Events and Regulation FD Disclosure.

On March 13, 2003, The Interpublic Group of Companies, Inc. and The Bank of New York, as trustee, entered into a Supplemental Indenture relating to Interpublic's 4.50% Convertible Senior Notes due 2023, a copy of which is attached hereto as Exhibit 4.1.

On March 13, 2003, The Interpublic Group of Companies, Inc. and Salomon Smith Barney Inc., J.P. Morgan Securities Inc. and UBS Warburg LLC, as representatives of the initial purchasers of Interpublic's 4.50% Convertible Senior Notes due 2023, entered into a Registration Rights Agreement, a copy of which is attached hereto as Exhibit 4.2.

On March 18, 2003, The Interpublic Group of Companies, Inc. issued a press release, a copy of which is attached hereto as Exhibit 99.1.

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Item 7. Financial Statements and Exhibits.

Exhibit 4.1: Third Supplemental Indenture dated as of March 13, 2003 between The Interpublic Group of Companies, Inc. and The Bank of New York, as trustee.

Exhibit 4.2: Registration Rights Agreement dated as of March 13, 2003 between The Interpublic Group of Companies, Inc. and Salomon Smith Barney Inc., J.P. Morgan Securities Inc. and UBS Warburg LLC, as representatives of the initial purchasers named therein.

Exhibit 99.1: Press Release of The Interpublic Group of Companies, Inc. dated March 18, 2003.

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: March 18, 2003

By: /s/ Marjorie Hoey

Marjorie Hoey
Vice President, Associate General Counsel
and Assistant Secretary

Exhibit Index

Exhibit Number	Description
4.1	Third Supplemental Indenture dated as of March 13, 2003 between The Interpublic Group of Companies, Inc. and The Bank of New York, as trustee
4.2	Registration Rights Agreement dated as of March 13, 2003 between The Interpublic Group of Companies, Inc. and Salomon Smith Barney Inc., J.P. Morgan Securities Inc. and UBS Warburg LLC, as representatives of the initial purchasers named therein
99.1	Press Release of The Interpublic Group of Companies, Inc. dated March 18, 2003