

Edgar Filing: INTERPUBLIC GROUP OF COMPANIES INC - Form 8-A12B

Form S-3 Registration Statement (Registration No. 333-109384), filed with the Securities and Exchange Commission (the "Commission") and declared effective on November 20, 2003. In addition, a detailed description of the Preferred Stock may be found under the heading "Description of Series A Mandatory Convertible Preferred Stock" beginning on page S-21 of the preliminary prospectus supplement, subject to completion, dated December 9, 2003 (Registration No. 333-109384), which description is hereby incorporated herein by reference and made part of this registration statement in its entirety. The Registrant also incorporates by reference its contemplated future filing of the final prospectus supplement pursuant to Rule 424(b).

Item 2. Exhibits.

The following exhibits are filed as part of this registration statement:

- 3.1 Restated Certificate of Incorporation of the Registrant, filed as Exhibit 3(i) to the Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 2003, is incorporated herein by reference.
- 3.2 Bylaws of the Registrant, amended as of July 31, 2003, filed as Exhibit 3(ii) to the Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2003, is incorporated herein by reference.
- 4.1* Form of Certificate of Designations of Series A Mandatory Convertible Preferred Stock of the Registrant.
- 99(A) Preliminary Prospectus Supplement, subject to completion, dated December 9, 2003, is incorporated herein by reference to the Registrant's filing under Rule 424(b) with the Commission on December 10, 2003 (Registration No. 333-109384).
- 99(B) Registration Statement on Form S-3 (Registration No. 333-109384), as amended by Amendment No. 1 to the Registration Statement on Form S-3, filed with the Commission and declared effective on November 20, 2003, is incorporated herein by reference.

* Form of Certificate of Designations of Series A Mandatory Convertible Preferred Stock is filed herewith. The executed Certificate of Designations of Series A Mandatory Convertible Preferred Stock will be filed as an exhibit to a Current Report on Form 8-K filed under the Securities Exchange Act of 1934, as amended, and incorporated herein by reference.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

The Interpublic Group of Companies, Inc.
(Registrant)

Date: December 12, 2003

By: /s/ Nicholas J. Camera

Name: Nicholas J. Camera
Title: Senior Vice President,

EXHIBIT INDEX

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