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INTERPUBLIC GROUP OF COMPANIES INC

Form 424B3

May 24, 2002

Prospectus Supplement filed under Rule 424(b) (3)
Registration No. 333-82368

Prospectus Supplement
Dated May 24, 2002

The Prospectus dated May 15, 2002 relating to the offer for resale of up to \$701,960,000 aggregate principal amount of The Interpublic Group of Companies, Inc.'s Zero-Coupon Convertible Senior Notes Due 2021, and such shares of common stock as may be issued upon conversion of the notes, is hereby supplemented to include the following information in the "Selling Securityholders" table in the Prospectus Supplement dated May 16, 2002:

| Selling Securityholders | Principal Amount of Registered Notes |
|--|--|
| ----- Allstate Insurance Company(1) | \$1,000,000 |
| Allstate Life Insurance Company(1) | \$5,250,000 |
| Total of Above..... | \$6,250,000 |

The "Selling Securityholders" table in the Prospectus, as supplemented, is amended so that the principal amount of registered notes held by Gaia Offshore Master Fund Ltd. is increased from \$6,500,000 to \$8,750,000, the principal amount of registered notes held by Lyxor Master Fund is increased from \$1,000,000 to \$1,250,000, the principal amount of registered notes held by Aristeia Trading LLC is increased from \$3,600,000 to \$4,675,000 and the principal amount of registered notes held by Aristeia International Limited is increased from \$13,340,000 to \$16,740,000.

1 This selling securityholder is an affiliate of a broker-dealer.