Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [X] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [ ] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
THE INTERPUBLIC RETIREMENT ACCOUNT PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/12/1943

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

THE INTERPUBLIC GROUP OF COMPANIES, INC.

1114 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

2b Employer Identification Number (EIN)
13-1024020

2c Sponsor's telephone number
212-704-1200

2d Business code (see instructions)
541800

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	08/21/2013	WARREN SALERNO
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	08/21/2013	WARREN SALERNO
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address

WARREN SALERNO
THE INTERPUBLIC GROUP OF COMPANIES, INC.
1114 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

3b Administrator's EIN: 13-1024020

3c Administrator's telephone number: 212-704-1200

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	4090
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	453
b	Retired or separated participants receiving benefits	**6b**	775
c	Other retired or separated participants entitled to future benefits	**6c**	2648
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	3876
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	98
f	Total. Add lines **6d** and **6e**	**6f**	3974
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	0
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
1A 1C 1G 1I 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☒	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	☒	**H** (Financial Information)
(2)	☐	**I** (Financial Information – Small Plan)
(3)	☐	**A** (Insurance Information)
(4)	☒	**C** (Service Provider Information)
(5)	☒	**D** (DFE/Participating Plan Information)
(6)	☐	**G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Single-Employer Defined Benefit Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan
THE INTERPUBLIC RETIREMENT ACCOUNT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
THE INTERPUBLIC GROUP OF COMPANIES, INC.

D Employer Identification Number (EIN)
13-1024020

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1	Enter the valuation date: Month 01 Day 01 Year 2012			
2	Assets:			
	a Market value	2a		109408113
	b Actuarial value	2b		105531687
3	Funding target/participant count breakdown:		**(1)** Number of participants	**(2)** Funding Target
	a For retired participants and beneficiaries receiving payment	3a	857	57364920
	b For terminated vested participants	3b	2737	40395115
	c For active participants:			
	(1) Non-vested benefits	3c(1)		258824
	(2) Vested benefits	3c(2)		9572911
	(3) Total active	3c(3)	496	9831735
	d Total	3d	4090	107591770
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]			
	a Funding target disregarding prescribed at-risk assumptions	4a		
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5		6.94 %
6	Target normal cost	6		400000

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE

Signature of actuary — Date: 07/08/2013

LORRAINE HALPIN, A.S.A., E.A. — Type or print name of actuary

11-06775 — Most recent enrollment number

TOWERS WATSON — Firm name

973-331-3500 — Telephone number (including area code)

1 UPPER POND RD BLDG F MORRIS CORP
CENTER II
PARSIPPANY, NJ 07054-1050

Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of 9.79%		
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		9713
	b Interest on (a) using prior year's effective interest rate of 5.76% except as otherwise provided (see instructions)		559
	c Total available at beginning of current plan year to add to prefunding balance		10272
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14	Funding target attainment percentage	14	98.08 %
15	Adjusted funding target attainment percentage	15	98.08 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	82.52 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2012	1107680				
07/12/2012	1107680				
10/12/2012	1107680				
			Totals ► 18(b)	3323040	18(c) 0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	3207905

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] Yes [ ] No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0		0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	
5.54%	6.85%	7.52 %	☐ N/A, full yield curve used

b Applicable month (enter code)	**21b**	0
22 Weighted average retirement age	**22**	56

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	**27**	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	**28**	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	**29**	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	**30**	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6)	**31a**	400000
b Excess assets, if applicable, but not greater than line 31a	**31b**	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	2060083	1436706
b Waiver amortization installment	0	0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	**33**	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	**34**	1836706

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0

36 Additional cash requirement (line 34 minus line 35)	**36**	1836706
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	3207905

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	**38a**	1371199
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	**39**	0
40 Unpaid minimum required contributions for all years	**40**	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	**42**	0
43 Excess installment acceleration amount to be carried over to future plan years	**43**	0

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2012** **This Form is Open to Public Inspection.**

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
THE INTERPUBLIC RETIREMENT ACCOUNT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
THE INTERPUBLIC GROUP OF COMPANIES, INC.

D Employer Identification Number (EIN)
13-1024020

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

JPMORGAN

13-3200244

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	214811	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

WELLS FARGO

56-1354495

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	NONE	43828	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

WELLINGTON

04-2767481

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	79905	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NEPC

04-2927339

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
17	NONE	16381	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

PRICEWATERHOUSECOOPERS

13-4008324

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	NONE	6800	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

MELLON

25-6078093

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	35347	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLS FARGO

56-1354495

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15	NONE	1115	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

WELLS FARGO

56-1354495

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
14	NONE	20558	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
THE INTERPUBLIC RETIREMENT ACCOUNT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
THE INTERPUBLIC GROUP OF COMPANIES, INC.

D Employer Identification Number (EIN)
13-1024020

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: JPMC LONG CREDIT FUND

b Name of sponsor of entity listed in (a): JPMORGAN CHASE BANK NA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
20-3063321-000	C	56866026

a Name of MTIA, CCT, PSA, or 103-12 IE: WTC-CIF RESEARCH EQUITY PORTFOLIO

b Name of sponsor of entity listed in (a): WELLINGTON TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
04-2767481-000	C	6371285

a Name of MTIA, CCT, PSA, or 103-12 IE: NT COLLECTIVE RUSSELL 1000 INDEX FU

b Name of sponsor of entity listed in (a): THE NORTHERN TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
45-6138589-000	C	5905323

a Name of MTIA, CCT, PSA, or 103-12 IE: JPMORGAN STRATEGIC PROPERTY FUND

b Name of sponsor of entity listed in (a): JPMORGAN CHASE BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-6038770-000	C	4400624

a Name of MTIA, CCT, PSA, or 103-12 IE: EB DV GLOBAL EXPANDED ALPHA I

b Name of sponsor of entity listed in (a): MELLON CAPITAL MANAGEMENT CORPORATION

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
25-6078093-000	C	4556845

a Name of MTIA, CCT, PSA, or 103-12 IE: JPMORGAN SPECIAL SITUATION FUND

b Name of sponsor of entity listed in (a): JPMORGAN CHASE BANK NA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-3980309-000	C	1711693

a Name of MTIA, CCT, PSA, or 103-12 IE: WTC-CIF OPPORTUNISTIC FIXED INCOME

b Name of sponsor of entity listed in (a): WELLINGTON TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-6110062-000	C	5227657

a Name of MTIA, CCT, PSA, or 103-12 IE: JPMCB LIQUIDITY FUND

b Name of sponsor of entity listed in (a): JPMORGAN CHASE BANK NA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-6285055-000	C	174346

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
THE INTERPUBLIC RETIREMENT ACCOUNT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
THE INTERPUBLIC GROUP OF COMPANIES, INC.

D Employer Identification Number (EIN)
13-1024020

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		4560
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	2250867	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	945199	501340
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2483164	2264449
(2) U.S. Government securities	1c(2)	461519	462724
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	3038270	3287068
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	0	0
(9) Value of interest in common/collective trusts	1c(9)	82775720	88400483
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	18395252	21199527
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	456	512

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	110350447	116120663
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	135638
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	130042	19000
k Total liabilities (add all amounts in lines 1g through1j)	1k	130042	154638
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	110220405	115966025

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	3323040	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		3323040
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	219	
(B) U.S. Government securities	2b(1)(B)	14919	
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	11822	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		26960
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1278099	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1278099
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	236753	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		236753
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	250059	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		250059

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		10454962
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		2191370
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		17761243
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	11284502	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		11284502
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: **(1)** Professional fees	2i(1)	330459	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	332843	
(4) Other	2i(4)	67819	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		731121
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		12015623
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		5745620
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS LLC **(2)** EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j	X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
THE INTERPUBLIC RETIREMENT ACCOUNT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
THE INTERPUBLIC GROUP OF COMPANIES, INC.

D Employer Identification Number (EIN)
13-1024020

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): _____ _____

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3** 92

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... [X] **Yes** [ ] **No** [ ] **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... [ ] **Yes** [ ] **No** [ ] **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... [X] **Yes** [ ] **No** [ ] **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... [ ] **Increase** [ ] **Decrease** [ ] **Both** [X] **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... [ ] **Yes** [ ] **No**

11 **a** Does the ESOP hold any preferred stock? ..... [ ] **Yes** [ ] **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... [ ] **Yes** [ ] **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... [ ] **Yes** [ ] **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: 26% Investment-Grade Debt: 58% High-Yield Debt: 1% Real Estate: 6% Other: 9%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☒ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Interpublic Retirement Account Plan

Financial Statements and Supplemental Schedules
December 31, 2012 and 2011

Interpublic Retirement Account Plan
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As of and For the Years Ended December 31, 2012 and 2011

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*Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

Independent Auditor's Report

To the Participants and Administrator of the Interpublic Retirement Account Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Interpublic Retirement Account Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2012 and December 31, 2011, and the related statement of changes in net assets available for benefits for the years then ended and the statement of accumulated plan benefits as of December 31, 2011 and the related statement of changes in accumulated plan benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 10, which was certified by Wells Fargo Bank, N.A. the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2012 and December 31, 2011 and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements.

pwc

Other Matter

The supplemental schedules of assets (held at end of year) as of December 31, 2012, of assets (acquired and disposed of within the year) for the year ended December 31, 2012, and of reportable transactions - series of transactions for the year ended December 31, 2012, are all required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

June 3, 2013

Interpublic Retirement Account Plan
Statements of Net Assets Available for Benefits
As of December 31, 2012 and 2011

	2012	2011
ASSETS		
Investments, at fair value (see Note 10):		
Cash and cash equivalents	$ 2,269,009	$ 2,483,164
Registered investment companies	21,199,527	18,395,252
Limited partnerships	3,287,068	3,038,270
Common/collective trusts	88,400,483	82,775,720
Bonds	463,236	461,975
Total investments	115,619,323	107,154,381
Receivables:		
Contributions receivable	-	2,250,867
Due from Trustee	414,994	853,049
Reimbursement for overpayments	68,365	68,365
Accrued interest and dividends	17,981	5,670
Futures contracts variation margin	-	18,115
Total receivables	501,340	3,196,066
Total assets	116,120,663	110,350,447
LIABILITIES		
Payables:		
Futures contracts variation margin	19,000	-
Administrative expenses payable	135,638	130,042
Total liabilities	154,638	130,042
Net assets available for benefits	$ 115,966,025	$ 110,220,405

The accompanying notes are an integral part of these financial statements.

Interpublic Retirement Account Plan
Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2012 and 2011

	2012	2011
ADDITIONS		
Investment income:		
Net appreciation in fair value of investments	$ 13,133,144	$ 9,153,298
Interest	26,960	28,423
Dividends	1,278,099	1,262,616
Total investment income (see Note 10)	14,438,203	10,444,337
Company contributions	3,323,040	4,653,468
Total additions	17,761,243	15,097,805
DEDUCTIONS		
Benefit payments	11,284,502	11,888,263
Administrative expenses	731,121	716,170
Total deductions	12,015,623	12,604,433
Net increase	5,745,620	2,493,372
Net assets available for benefits		
Beginning of year	110,220,405	107,727,033
End of year	$ 115,966,025	$ 110,220,405

The accompanying notes are an integral part of these financial statements.

Interpublic Retirement Account Plan
Statement of Accumulated Plan Benefits
As of December 31, 2011

Actuarial present value of accumulated plan benefits:

Vested benefits as of latest valuation date:		
Participants currently receiving payments	$	55,494,097
Other participants		50,055,088
Total vested benefits		105,549,185
Nonvested benefits		252,069
Total actuarial present value of accumulated plan benefits	$	105,801,254

The accompanying notes are an integral part of these financial statements.

Interpublic Retirement Account Plan
Statement of Changes in Accumulated Plan Benefits
For the Year Ended December 31, 2011

Actuarial present value of accumulated plan benefits at beginning of year	$	108,079,103
Increase/(decrease) during the year attributed to:		
Additional benefits accumulated (including the effect of noninvestment experience)		122,236
Increase for interest due to the decrease in the discount period		7,668,182
Benefits paid		(11,888,263)
Assumption changes		1,819,996
Net decrease		(2,277,849)
Actuarial present value of accumulated plan benefits at end of year	$	105,801,254

The accompanying notes are an integral part of these financial statements.

1. Description of Plan

General

The following description of the Interpublic Retirement Account Plan (the "Plan") provides general plan information. Participants should refer to the Plan document for a more complete description of the Plan's provisions. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan is sponsored by The Interpublic Group of Companies, Inc. (the "Company") and is a defined benefit plan under which the Company's contribution to the Plan and payments to participants are determined by actuarial computation. The Plan's administrator is the Pension Committee of the Company's Board of Directors and the trustee of the Plan is Wells Fargo Bank, N.A. (the "Trustee").

On March 29, 2010, the Board of Directors of the Company adopted resolutions that provided for the merger of the Nationwide Advertising Service ("NAS") Pension Plan into the Plan effective March 31, 2010.

Pension Benefits

Legacy Plan Pension Benefits **-** Through March 31, 1998, the Plan covered substantially all regular domestic employees. The Company froze benefit accruals and participation under the Plan effective April 1, 1998. Participant account balances became frozen and will be credited with interest each year based on the one-year Treasury Constant Maturity for the month of November of the immediately preceding calendar year plus 100 basis points. The minimum rate is 5%, except if that rate is greater than a market rate of return, the Plan shall instead reduce such minimum interest crediting rate to the highest minimum interest crediting rate permitted under section 411(b)(5) of the Internal Revenue Code, but only for the period and to the extent required by section 411(b)(5) of the Internal Revenue Code. The interest crediting rate participants received in 2012 and 2011 was 5%. Except for certain benefits attributable to death and disability expected to occur during active service, participant account balances are fully vested in the Plan. In 1992, the Plan was amended to provide new plan participants a cash balance benefit as opposed to a career pay formula benefit which was the previous plan formula prior to the amendment. Under the cash balance benefit, participants were credited with an annual allocation equal to a percentage of their compensation, ranging from 1.5% to 5.0%, based on the participant's age and years of service. For pre-1992 participants, the benefit is the greater of the cash balance account or the career pay formula benefit. Under the career pay formula benefit, annual accruals were earned based on 1.0% of compensation up to $15,000 plus 1.3% of compensation above $15,000.

Normal retirement age under the Plan is defined as the later of age 65 or the 5th anniversary of the date on which a participant first becomes a participant in the Plan. The Plan permits early retirement between ages 50 and 65 for participants that completed at least 10 years of credited service as defined by the Plan. At retirement, participants who terminated from employment after 1992 may elect to receive their pension benefits as a lump-sum distribution or in the form of an annuity (pre-1992 terminations are eligible only for an annuity). If a participant dies before retirement, a death benefit equal to the value of the participant's accumulated pension benefit will be paid to the participant's surviving spouse or designated beneficiary.

Legacy NAS Pension Benefits **-** The NAS plan was frozen to new participants, effective for individuals who were first hired on or after January 1, 2004. On November 1, 2006, NAS, by resolution, suspended indefinitely new benefit accruals under the Plan, effective October 28, 2006. NAS participants are entitled to a monthly pension benefit beginning at the normal retirement age of 65. The monthly pension benefit is calculated as the sum of 1.3% of average monthly compensation, plus .6% of the amount by which the average monthly compensation exceeds the quotient of Social Security taxable earnings divided by twelve, multiplied by years of service (to a maximum of twenty-five); the product will be reduced by the monthly benefit provided by the terminated prior plan. Early retirement is permitted at ages 55 through 64. The standard form of retirement

benefit payout is a life annuity guaranteed for a minimum of five years. If the participant is married, the benefit will automatically be paid in the form of an actuarially reduced joint and survivor annuity unless the participant elects otherwise with spousal consent. Participants may elect to receive the value of their benefits as a lump sum distribution, other monthly payments or other types of joint and survivor annuities. Participants with five years or more of eligible service have a nonforfeitable right to receive 100% of their accrued benefit. A terminated participant's nonforfeitable accrued benefit is payable at age 65, however, actuarially reduced benefits may be received prior to age 65.

2. Summary of Significant Accounting Policies

Basis of Accounting
The accompanying financial statements have been prepared on the accrual basis of accounting.

Use of Estimates
The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

Investment Valuation
Investments are reported at fair value, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for a discussion of fair value measurements.

Investment Transactions and Investment Income
Interest income is recorded on the accrual basis. Dividend income is recorded on the ex-dividend date. Purchases and sales of securities are recorded on a trade-date basis. Gains and losses on investments sold are determined on the average cost basis. Net appreciation in the fair value of investments consists of realized gains and losses and the change in unrealized appreciation and depreciation in investments for the period.

Administrative Expenses
Some administrative expenses are paid from Plan assets and primarily consist of investment consulting fees, trustee fees, and Pension Benefit Guaranty Corporation ("PBGC") fees. Additional expenses are paid and recorded by the Company and include salaries and overhead related to Plan administration, legal, audit and actuarial fees. Brokerage fees and transfer taxes are included in the cost of investments when purchased and deducted from the proceeds when investments are sold.

Actuarial Present Value of Accumulated Plan Benefits
Accumulated plan benefits are those future periodic payments, including lump sum distributions, that are attributable under the Plan's provisions to the service that employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits under the Plan are based on the greater of the career average pay formula or the cash balance formula. The accumulated benefits for active employees under the career average pay formula are based on a set percentage of compensation accrued in each year up through the plan freeze date of March 31, 1998. The accumulated benefits for active employees under the cash balance formula are based on a varying percentage of compensation in each year (based on age and service) up to the Plan freeze date, and also includes annual interest credits each year up until the valuation date. Legacy NAS pension benefits are based on participants' actual compensation during their years preceding the NAS plan freeze date of October 28, 2006. Benefits

payable under all circumstances - retirement, death, disability, and termination of employment – are included to the extent they are deemed attributable to employee service rendered prior to the valuation date.

The actuarial present value of accumulated Plan benefits is determined by the Plan's independent actuary from Towers Watson and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money and the probability of benefit payment between the valuation date and the expected date of payment. In the December 31, 2010 valuation, the significant actuarial assumptions were an interest rate of 7.50%, a rate of mortality using the RP-2000 Employees table without collar or amount adjustments, projected to 2026 using scale AA for non-annuitants, the RP-2000 Healthy Annuitants table without collar or amount adjustments, projected to 2018 using Scale AA for annuitants, an account balance accumulation assumption of 5.50%, and an average retirement age of 56 for legacy Plan participants and age 65 for legacy NAS participants. In the December 31, 2011 valuation, the significant actuarial assumptions were an interest rate of 7.25%, a rate of mortality using the RP-2000 Employees table without collar or amount adjustments, projected to 2027 using scale AA for non-annuitants, the RP-2000 Healthy Annuitants table without collar or amount adjustments, projected to 2019 using Scale AA for annuitants, an account balance accumulation assumption of 5.25%, and an average retirement age of 56 for legacy Plan participants and age 65 for legacy NAS participants. The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of the accumulated Plan benefits.

Contributions Receivable
Employer contributions receivable represent amounts due to the Plan resulting from a formal commitment, legal or contractual obligation for the Company to make a contribution.

Payment of Benefits
Benefit payments to participants are recorded upon distribution. Outstanding benefit payment disbursements of $414,994 and $853,049 are reported as Due from Trustee on the Statements of Net Assets Available for Benefits as of December 31, 2012 and 2011, respectively and included as an offset to benefit payments on the Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2012 and 2011, respectively.

On December 20, 2012, the Plan was amended so that any participant pension checks that were uncashed after 90 days of issuance or were returned because the participant, beneficiary, or alternate payee could not be located will be deposited back into the Plan. The benefit payments may be reissued if the participant, beneficiary, or alternate payee makes a valid claim under the Plan.

Recent Accounting Pronouncements
In May 2011, the Financial Accounting Standards Board ("FASB") issued amended guidance which clarifies the application of existing fair value measurement requirements, changes certain principles related to measuring fair value, and requires additional disclosures about fair value measurements. Specifically, the guidance specifies that the concepts of highest and best use and valuation premise in a fair value measurement are only relevant when measuring the fair value of nonfinancial assets whereas they are not relevant when measuring fair value of financial assets and liabilities. Required disclosures are expanded under the new guidance, especially for fair value measurements that are categorized within Level 3 of the fair hierarchy, for which quantitative and qualitative information about the unobservable inputs used and a narrative description of the valuation processes in place will be required. The amended guidance is effective for annual periods beginning after December 15, 2011 and is to be applied prospectively. The adoption of this amended guidance referenced herein did not have a significant impact on the Plan's financial statements.

3. Fair Value Measurements

Authoritative guidance for fair value measurements establishes a fair value hierarchy which requires us to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The Plan primarily applies the market approach for recurring fair value measurements. There are three levels of inputs that may be used to measure fair value.

Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities. An active market for the asset or liability is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

The following is a description of the Plan's valuation methodologies for assets and liabilities measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011. The methods described below may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

Cash and cash equivalents primarily include investments in units of Wells Fargo Advantage Fund. The Plan defines cash and cash equivalents as highly liquid investments with original maturities of 90 days or less at the date of purchase. Cash and cash equivalents are classified within Level 1 of the fair value hierarchy.

Registered investment companies are valued daily and are classified within Level 1 of the fair value hierarchy. Common/collective trust funds ("CCT's") are valued using the Net Asset Value ("NAV") provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The CCT's are classified within Level 2 of the fair value hierarchy, except for those subject to certain withdrawal restrictions, which are classified as Level 3.

The U.S. Government Bond is valued at the closing price reported in the active market that the bond is traded and is classified within Level 1 of the fair value hierarchy.

The Venezuela Bond is valued using unobservable inputs and is classified within Level 3 of the fair value hierarchy.

Limited partnerships are valued using annual statements issued by the Limited partnership which determine the value based on the fair value of the underlying investments at year-end and are classified within Level 3 of the fair value hierarchy. A review of holdings is performed on a quarterly basis with the assistance of third party advisors. Management relies on annual audited financial statements of the Limited partnership to assess the reasonableness of the fair value methodology.

Futures contracts are actively traded and are valued based on quoted prices from the exchange and are classified within Level 1 of the fair value hierarchy.

The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value at December 31, 2012 and 2011.

	Investments at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total
Investments:				
Cash & Cash Equivalents	$ 2,269,009	$ -	$ -	2,269,009
Registered Investment Companies:				
TEMPLETON INSTITUTIONAL FUNDS - FOREIGN EQUITY SERIES (a)	8,114,125	-	-	8,114,125
PIMCO ALL ASSET FD INSTL CL I (b)	9,076,298	-	-	9,076,298
IRONBRIDGE FRONTEGRA SMID FD (c)	4,009,104	-	-	4,009,104
Common/Collective Trusts:				
RUSSELL 1000 EQUITY INDEX FUND (d)	-	5,905,323	-	5,905,323
JP MORGAN STRATEGIC PROPERTY FUND (e)	-	-	4,400,624	4,400,624
MGT JPM SPECIAL SITUATION FUND (f)	-	-	1,711,693	1,711,693
WTC-CIF-US RESEARCH EQUITY PORTFOLIO (g)	-	6,371,285	-	6,371,285
Eb DAILY VALUED GLOBAL EXP ALPHA I FUND (h)	-	4,556,845	-	4,556,845
JPMCB LONG CREDIT FUND (i)	-	56,866,026	-	56,866,026
JPMCB LIQUIDITY FUND (j)	-	174,346	-	174,346
GLOBAL EMERGING MARKETS COUNTRY FUND (k)	-	3,186,684	-	3,186,684
WTC-CTF OPPORTUNISTIC FIXED INCOME ALLOCATION (l)	-	5,227,657	-	5,227,657
Bonds:				
VENEZUELA GOVERNMENT, VARIABLE RATE, MAT DATE 4/15/2020	-	-	512	512
US GOVERNMENT, 3.875%, MAT DATE AUG 2040	462,724	-	-	462,724
Limited Partnerships:				
ARCHSTONE PARTNERS, L.P. (m)	-	-	3,287,068	3,287,068
Total Investments	$ 23,931,260	$ 82,288,166	$ 9,399,897	$ 115,619,323
Liabilities				
INTEREST RATE FUTURES CONTRACTS	$ 19,000	$ -	$ -	$ 19,000

(a) The registered investment company fund objective is long-term capital growth. The fund invests at least 80% of its total assets in equity securities of companies located outside the United States.

(b) The registered investment company fund objective is maximum real return, consistent with the preservation of real capital and prudent investment management. The fund invests all of its assets in Institutional Class shares of underlying PIMCO funds.

(c) The registered investment company fund objective is capital appreciation. The fund invests at least 80% of its total assets in equity securities of companies with small–to-medium market capitalizations. The fund invests primarily in both growth and value-style stocks.

(d) The fund uses a passive investment approach to approximate the risk and return characteristics of the Russell 1000 Index by investing in large cap equity securities.

(e) The fund owns and seeks improved real estate projects with stabilized occupancies, in an effort to produce a relatively high level of current income combined with the moderate appreciation potential. The investment portfolio focuses on attractive office, retail, residential and industrial investments with high quality physical improvements, excellent locations, and competitive positioning within their markets.

(f) The fund targets real estate investments that provide a moderate level of current income and high residual property appreciation. The investment portfolio spans major markets and property types and includes a balanced mix of new developments and existing properties with potential for repositioning focusing on value-add real estate opportunities in the office, industrial, residential, retail and hotel sectors.

(g) The fund objective is to achieve long-term total return in excess of the S&P 500 Index by primarily investing in common stock, depository receipts and real estate securities.

(h) The fund objective is to exceed the performance of a custom benchmark by actively allocating across a variety of markets including, but not limited to asset classes in both developed and emerging countries and commodities. In meeting this objective, assets of the fund may be invested in securities and a combination of other collective funds. The custom benchmark is comprised of various indices: 5% Russell 2000 Index, 50% Morgan Stanley Capital International All Country World Index, 5% Dow Jones-UBS Commodity Index, 25% Citigroup World Government Bond 1 + Index, 10% Barclays Capital Global Inflation-Linked Index, and 5% Barclays Capital US Intermediate Credit Index.

(i) The fund seeks to outperform the Barclays Capital U.S. Long Credit Index over a full market cycle. Target total risk, defined as the standard deviation of quarterly total returns over 5 years, will be similar to that of the benchmark. The fund invests primarily in investment grade corporate bonds, but may also invest in other fixed-income sector securities.

(j) The fund objective is to preserve principal, provide liquidity, and generate current income by investing in a portfolio of high-quality, short-term instruments. It is intended for investors who need same-day liquidity and a stable net asset value.

(k) The fund objective is to achieve long-term capital growth by investing in emerging markets. Its policy is to make such investments primarily through closed-end country funds whose assets are invested principally in emerging markets.

(l) The fund is an unconstrained, non-benchmark oriented investment approach managed on a total return basis. The Barclays Capital US Aggregate Bond Index is used as the primary reference benchmark. Typically, the majority of portfolio assets will be invested in multiple investment strategies. The portfolio may invest directly in securities and instruments, and may take both long and short positions in all permissible investments.

(m) The partnership seeks consistent long term growth of capital with reduced volatility by investing primarily through a diversified group of money managers consisting of directional, hedged equity managers and non-directional, market neutral managers who diversify their holdings among broad categories of investment strategies including long/short equities, convertible bond arbitrage, hedged credit, and distressed debt.

	Investments at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Investments:				
Cash & Cash Equivalents	$ 2,483,164	$ -	$ -	$ 2,483,164
Registered Investment Companies:				
TEMPLETON INSTITUTIONAL FUNDS - FOREIGN EQUITY SERIES (a)	6,844,599	-	-	6,844,599
PIMCO ALL ASSET FD INSTL CL I (b)	7,862,021	-	-	7,862,021
IRONBRIDGE FRONTEGRA SMID FD (c)	3,688,632	-	-	3,688,632
Common/Collective Trusts:				
RUSSELL 1000 EQUITY INDEX FUND (d)	-	5,071,851	-	5,071,851
JP MORGAN STRATEGIC PROPERTY FUND (e)	-	-	4,126,835	4,126,835
MGT JPM SPECIAL SITUATION FUND (f)	-	-	1,552,183	1,552,183
WTC-CIF-US RESEARCH EQUITY PORTFOLIO (g)	-	5,328,061	-	5,328,061
Eb DAILY VALUED GLOBAL EXP ALPHA I FUND (h)	-	4,119,136	-	4,119,136
JPMCB LONG CREDIT FUND (i)	-	53,873,657	-	53,873,657
JPMCB LIQUIDITY FUND (j)	-	975,944	-	975,944
GLOBAL EMERGING MARKETS COUNTRY FUND (k)	-	2,799,438	-	2,799,438
WTC-CTF OPPORTUNISTIC FIXED INCOME ALLOCATION (l)	-	4,928,615	-	4,928,615
Bonds:				
VENEZUELA GOVERNMENT, VARIABLE RATE, MAT DATE 4/15/2020	-	-	456	456
US GOVERNMENT, 3.875%, MAT DATE AUG 2040	461,519	-	-	461,519
Limited Partnerships:				
ARCHSTONE PARTNERS, L.P. (m)	-	-	3,038,270	3,038,270
Total Investments	$ 21,339,935	$ 77,096,702	$ 8,717,744	$ 107,154,381
Receivable-				
INTEREST RATE FUTURES CONTRACTS	$ 18,115	$ -	$ -	$ 18,115

(a) The registered investment company fund seeks long-term capital growth by investing at least 80% of its net assets in foreign (non-U.S.) equity securities, which primarily consist of common stock. It also invests in depositary receipts and emerging markets countries. From time to time, based on economic conditions, this registered investment company fund may have significant investments in one or more countries or in particular sectors.

(b) The registered investment company fund invests in actively managed PIMCO mutual funds in an effort to achieve broad asset class diversification, including global bonds and stocks, real estate and commodities, and exposure to PIMCO's value-added strategies within each underlying fund.

(c) The registered investment company fund is primarily invested in a diversified portfolio of equity securities of companies with small-to-medium market capitalizations.

(d) The fund uses a passive investment approach to approximate the risk and return characteristics of the Russell 1000 Index by investing in large cap equity securities.

(e) The fund owns and seeks improved real estate projects with stabilized occupancies, in an effort to produce a relatively high level of current income combined with the moderate appreciation potential. The investment portfolio focuses on attractive office, retail, residential and industrial investments with high quality physical improvements, excellent locations, and competitive positioning within their markets.

(f) The fund targets real estate investments that provide a moderate level of current income and high residual property appreciation. The investment portfolio spans major markets and property types and includes a balanced mix of new developments and existing properties with potential for repositioning focusing on value-add real estate opportunities in the office, industrial, residential, retail and hotel sectors.

(g) The fund objective is to achieve long-term total return in excess of the S&P 500 Index by primarily investing in common stock, depository receipts and real estate securities.

(h) The fund objective is to exceed the performance of a custom benchmark by actively allocating across a variety of markets including, but not limited to asset classes in both developed and emerging countries and commodities. In meeting this objective, assets of the fund may be invested in securities and a combination of other collective funds. The custom benchmark is comprised of various indices: 5% Russell 2000 Index, 50% Morgan Stanley Capital International All Country World Index, 5% Dow Jones-UBS Commodity Index, 25% Citigroup World Government Bond 1 + Index, 10% Barclays Capital Global Inflation-Linked Index, and 5% Barclays Capital US Intermediate Credit Index.

(i) The fund invests primarily in investment grade corporate bonds.

(j) The fund objective is to preserve principal, provide liquidity, and generate current income by investing in a portfolio of high-quality, short-term instruments. It is intended for investors who need same-day liquidity and a stable net asset value.

(k) The fund objective is to achieve long-term capital growth by investing in emerging markets. Its policy is to make such investments primarily through closed-end country funds whose assets are invested principally in emerging markets.

(l) The fund objective is to exceed the Barclays Capital U.S. Aggregate Bond Index over the long-term. The fund will typically be invested primarily in fixed income securities, but may also normally have exposure to other asset classes. Net equity market exposure is normally limited to 10% of the fund's total market value, and net commodity market exposure is normally limited to 10% of the fund's total market value.

(m) The partnership seeks consistent long term growth of capital with reduced volatility by investing primarily through a diversified group of money managers consisting of directional, hedged equity managers and non-directional, market neutral managers who diversify their holdings among broad categories of investment strategies including long/short equities, convertible bond arbitrage, hedged credit, and distressed debt.

The following tables for December 31, 2012 and 2011 set forth a summary of the Plan's investments with a reported NAV or its equivalent.

	Fair Value Estimated Using Net Asset Value per Share or its Equivalent as of December 31, 2012				
Investment	**Fair Value**	**Unfunded Commitment**	**Settlement Terms***	**Redemption Frequency ***	**Redemption Notice Period ***
Russell 1000 Equity Index Fund	$ 5,905,323	$ -	1 business day	Daily	(1)
WTC-CIF-US Research Equity Portfolio	6,371,285	-	(2)	Monthly	(2)
JPMCB Long Credit Fund **	56,866,026	-	1 business day	Daily	2:30pm of same bank business day
JPMCB Liquidity Fund **	174,346	-	Same day as notice of redemption	Daily	12:30pm of same bank business day
Eb Daily Valued Global Exp Alpha I **	4,556,845	-	3 business days	Daily	(3)
Archstone Partners, L.P.	3,287,068	-	(4)	Annually	(4)
MGT JPM Special Situation Fund	1,711,693	-	3 business days from redemption date	Quarterly	(5)
JP Morgan Strategic Property Fund	4,400,624	-	3 business days from redemption date	Quarterly	(5)
Global Emerging Markets Country Fund **	3,186,684	-	(6)	Monthly	30 days
WTC-CTF Opportunistic Fixed Income Allocation	5,227,657	-	(7)	Monthly	(7)
Total	$ 91,687,551	-			

*Unless otherwise specified in a footnote below, these redemption and settlement terms are reflective of all redemption types.

** Full or partial redemptions from the fund may be restricted, or may require greater notice periods, at the discretion of the fund in the case of market disruptions, available liquidity, or other circumstances that may limit the trustee's ability of providing the full requested redemption. No such restrictions were noted during the year ended December 31, 2012.

(1) Redemption requests must be made by 9:30am central standard time on the morning of the trade date.

(2) Redemption requests must be made by 4:00pm eastern standard time of the 10th business day prior to month end. Redemptions may be settled on the first business day of each month and can be made in cash or securities-in-kind at the discretion of the fund. At the discretion of the fund, redemptions may be restricted in the case of market disruptions or other circumstances that warrant such actions.

(3) Redemption notice must be given in written form prior to 5pm, two business days prior to redemption date for cash redemptions and 12pm three business days prior to redemption date for in-kind redemptions.

(4) There is a 90 day notice period and 90% of investment will be received within 90 days after the end of the year in which notice of redemption was requested, and the remainder upon completion of the annual audit. In addition, if the investments of the limited partnership are committed to portfolio funds, which do not

permit withdrawal of funds on 60 days or less notice, the redemption notice period and redemption frequency above do not apply. However, the settlement of the withdrawal would be completed within 30 days after the limited partnership receives the proceeds from the liquidation of the investments in portfolio funds. Redemptions will be in the form of cash, unless the limited partnership in meeting withdrawal requests, receives proceeds from the portfolio funds in the form of securities, in which case securities may be received upon redemption. There were no such redemption restrictions in 2012.

(5) There is a 45 day notice period as long as there is available cash. Available cash is defined as excess cash after provision for outstanding future capital commitments and other operating reserves, and is at the discretion of the trustee. To the extent that redemption requests exceed available cash, distributions are pro-rated based on the respective interest in the fund. All redemptions are treated equally. At the discretion of the fund, redemptions may be restricted in the case of market disruptions or other circumstances that warrant such actions.

(6) Settlement term is 5 business days from redemption date plus an additional 7 business days if the fund determines that such delay is reasonably necessary to prevent such redemptions from having a material adverse impact on the trust and/or remaining beneficial owners.

(7) Redemption requests must be made by 4:00pm eastern standard time and must be received no later than thirty calendar days in advance. The common/collective trust will invest in other collective investment vehicles, some of which may impose certain lock-up periods before which assets may be withdrawn. In addition, those collective investment vehicles may delay the distribution of proceeds upon redemption under certain circumstances. Accordingly, there may be limitations on withdrawals from the common/collective trust for some period of time. Redemptions may be settled on the first business day of each month and can be made in cash or securities-in-kind at the discretion of the fund. At the discretion of the fund, redemptions may be restricted in the case of market disruptions or other circumstances that warrant such actions. No such lock-up or other redemption restrictions were noted during the year ended 2012.

Investment	Fair Value Estimated Using Net Asset Value per Share or its Equivalent as of December 31, 2011				
	Fair Value	Unfunded Commitment	Settlement Terms*	Redemption Frequency *	Redemption Notice Period *
Russell 1000 Equity Index Fund	$ 5,071,851	$ -	1 business day	Daily	(1)
WTC-CIF-US Research Equity Portfolio	5,328,061	-	(2)	Monthly	(2)
JPMCB Long Credit Fund **	53,873,657	-	1 business day	Daily	2:30pm of same bank business day
JPMCB Liquidity Fund **	975,944	-	Same day as notice of redemption	Daily	12:30pm of same bank business day
Eb Daily Valued Global Exp Alpha I Fund **	4,119,136	-	3 business days	Daily	(3)
Archstone Partners, L.P.	3,038,270	-	(4)	Annually	(4)
MGT JPM Special Situation Fund	1,552,183	-	3 business days from redemption date	Quarterly	(5)
JP Morgan Strategic Property Fund	4,126,835	-	3 business days from redemption date	Quarterly	(5)
Global Emerging Markets Country Fund **	2,799,438	-	(6)	Monthly	30 days
WTC-CTF Opportunistic Fixed Income Allocation	4,928,615	-	(7)	Monthly	(7)
Total	$ 85,813,990	$ -			

*Unless otherwise specified in a footnote below, these redemption and settlement terms are reflective of all redemption types.
** Full or partial redemptions from the fund may be restricted, or may require greater notice periods, at the discretion of the fund in the case of market disruptions, available liquidity, or other circumstances that may limit the trustee's ability of providing the full requested redemption. No such restrictions were noted during the year ended December 31, 2011.

(1) Redemption requests must be made by 9:30am central standard time on the morning prior to the trade date.

(2) Redemption requests must be made by 4:00pm eastern standard time of the 10th business day prior to month end. Redemptions may be settled on the first business day of each month and can be made in cash or securities-in-kind at the discretion of the fund. At the discretion of the fund, redemptions may be restricted in the case of market disruptions or other circumstances that warrant such actions.

(3) Redemption notice must be given in written form prior to 5pm, two business days prior to redemption date for cash redemptions and 12pm three business days prior to redemption date for in-kind redemptions.

(4) There is a 90 day notice period and 90% of investment will be received within 90 days after the end of the year in which notice of redemption was requested, and the remainder upon completion of the annual audit. In addition, if the investments of the limited partnership are committed to portfolio funds, which do not permit withdrawal of funds on 60 days or less notice, the redemption notice period and redemption frequency above do not apply. However, the settlement of the withdrawal would be completed within 30

days after the limited partnership receives the proceeds from the liquidation of the investments in portfolio funds. Redemptions will be in the form of cash, unless the limited partnership in meeting withdrawal requests, receives proceeds from the portfolio funds in the form of securities, in which case securities may be received upon redemption. There were no such redemption restrictions in 2011.

(5) There is a 45 day notice period as long as there is available cash. Available cash is defined as excess cash after provision for outstanding future capital commitments and other operating reserves, and is at the discretion of the trustee. To the extent that redemption requests exceed available cash, distributions are pro-rated based on the respective interest in the fund. All redemptions are treated equally. At the discretion of the fund, redemptions may be restricted in the case of market disruptions or other circumstances that warrant such actions.

(6) Settlement term is 5 business days from redemption date plus an additional 7 business days if the fund determines that such delay is reasonably necessary to prevent such redemptions from having a material adverse impact on the trust and/or remaining beneficial owners.

(7) Redemption requests must be made by 4:00pm eastern standard time and must be received no later than thirty calendar days in advance. The common/collective trust will invest in other collective investment vehicles, some of which may impose certain lock-up periods before which assets may be withdrawn. In addition, those collective investment vehicles may delay the distribution of proceeds upon redemption under certain circumstances. Accordingly, there may be limitations on withdrawals from the common/collective trust for some period of time. Redemptions may be settled on the first business day of each month and can be made in cash or securities-in-kind at the discretion of the fund. At the discretion of the fund, redemptions may be restricted in the case of market disruptions or other circumstances that warrant such actions. No such lock-up or other redemption restrictions were noted during the year ended 2011.

The following tables present reconciliations of the beginning and ending balances of fair value measurements using significant unobservable inputs (Level 3) for the years ended December 31, 2012 and 2011.

	Statement of Changes in Level 3 Investments Year Ended December 31, 2012				
	Limited Partnerships	Hedge Fund	Bonds	Common/collective Trusts	Total
Balance, beginning of year	$ 3,038,270	$ -	$ 456	$ 5,679,018	$ 8,717,744
Realized gains	-	-	-	29,753	29,753
Unrealized gains(losses) relating to assets held at the end of the period	248,798	-	56	384,664	633,518
Purchases	-	-	-	285,127	285,127
Sales	-	-	-	(266,245)	(266,245)
Balance, end of year	$ 3,287,068	$ -	$ 512	$ 6,112,317	$ 9,399,897

	Statement of Changes in Level 3 Investments Year Ended December 31, 2011				
	Limited Partnerships	Hedge Fund	Bonds	Common/collective Trusts	Total
Balance, beginning of year	$ 3,447,890	$ 2,998,774	$ 437	$ 5,038,998	$ 11,486,099
Realized gains	459	70,076	-	9,002	79,537
Unrealized gains(losses) relating to assets held at the end of the period	(140,395)	-	19	582,412	442,036
Purchases	-	1,000,000	-	286,115	1,286,115
Sales	(269,684)	(4,068,850)	-	(237,509)	(4,576,043)
Balance, end of year	$ 3,038,270	$ -	$ 456	$ 5,679,018	$ 8,717,744

4. Futures Contracts

A futures contract is a contractual agreement to make or take delivery of a standardized quantity of a specified grade or type of commodity or financial instrument at a specified future date in accordance with terms specified by a regulated future exchange. The Plan uses derivative instruments primarily to offset the interest rate sensitivity of its liabilities.

There is exposure to credit loss in the event of nonperformance by counterparties to derivative transactions. The Plan's investment managers continually monitor the Plan's positions with, and credit quality of, the financial institutions which are counterparties to its derivative instruments.

The income or loss is recognized as the net appreciation in fair value of investments on the Statements of Changes in Net Assets Available for Benefits. The notional amount of outstanding futures contracts was $1,800,000 and $3,700,000 as of December 31, 2012 and December 31, 2011, respectively. The average notional amount of oustanding futures contracts was $2,425,000 and $6,675,000 for the years ended December 31, 2012 and December 31, 2011, respectively.

The fair value of interest rate futures contracts recorded on the Statement of Net Assets Available for Benefits were as follows:

	Fair Value as of December 31,		Statement of Net Assets Available for Benefits Account
	2012	2011	
Asset position			
Interest rate futures contracts	$ -	$ 18,115	Receivables
Liability position			
Interest rate futures contracts	19,000	-	Payables

Gains recognized on derivative financial instruments were as follows:

	Twelve Months Ended December 31,		Statements of Changes in Net Assets Available for Benefits Account
	2012	2011	
Interest rate futures contracts	$ 236,753	$ 2,865,726	Net appreciation in fair value of investments

5. Risks and Uncertainties

Plan contributions are made and the actuarial present value of accumulated plan benefits are prepared based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, changes in these estimates and assumptions in the near term could have a material impact on the Plan's financial statements.

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Market values of investments may decline for a number of reasons including changes in prevailing market and interest rates and increases in default and credit rating downgrades. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect those investments and the amounts reported in the Statements of Net Assets Available for Benefits and the Statements of Changes in Net Assets Available for Benefits.

6. Funding Policy

The Company's funding policy is to contribute amounts at least equal to the minimum funding standards of ERISA and sufficient over time to provide the Plan with assets to pay benefits to Plan participants as due, as determined by the actuary using the unit credit actuarial cost method. In 2012, the Company adopted the requirements of Moving Ahead for Progress in the 21st Century Act (MAP-21) pension legislation. Under this regulation, the plan's effective interest rate increased compared to the prior year, which reduced the minimum funding requirement by $3,049,544 for 2012. For the Plan years ended December 31, 2012 and 2011 the Company was in compliance with the minimum funding requirements of ERISA.

7. Plan Termination

As noted earlier, the Company has frozen benefit accruals under the Plan effective March 31, 1998, and November 1, 2006 for the NAS plan. The Company expects to continue the Plan indefinitely, but reserves the right to amend or terminate the Plan at any time in accordance with the terms of the Plan and Section 4044 of ERISA. In the event of termination or partial termination of the Plan, all participants shall be fully vested in their accrued benefits as of the date of termination or partial termination. In such an event, assets will be distributed in accordance with ERISA.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. A statutory ceiling exists, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees. For plan terminations occurring during 2013 that ceiling is $4,790 per month, which applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Company and the level of benefits guaranteed by the PBGC.

8. Tax Status

The Internal Revenue Service ("IRS") has determined by a letter dated August 19, 2011 that the Plan continues to meet the requirements of Section 401(a) of the Internal Revenue Code ("IRC") and is exempt from federal income taxes under Section 501(a) of the IRC. The Plan administrator and management of the Company believe that the Plan, as amended, is designed and is currently being operated in compliance with the applicable requirements of the IRC and continues to qualify as tax-exempt. Accordingly, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012 and December 31, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2010.

In March 2013, the Company was informed by the IRS that the Plan is undergoing examination and that as part of an audit of all of the Company's qualified plans, they will perform an audit of the Plan for the year ended December 31, 2011. The audit is currently underway and the IRS estimates the audit will be completed in December 2014.

During 2007, the Company engaged the Plan attorney to determine the necessary corrective action related to certain errors that resulted in both the understatement and overstatement of individual payment amounts to ensure the Plan remained in compliance with the Department of Labor and IRS requirements. The Plan filed under the Voluntary Compliance Program with the IRS on August 4, 2009. The Plan has received a letter dated March 26, 2010 from the IRS stating that the application for compliance was accepted and the Plan will not be subject to disqualification. The Plan has made nearly all participants whole by authorizing additional benefit payments. As of December 31, 2012 there are outstanding payments totaling $256,097 for which the participant, beneficiary or alternate payee could not be located. Efforts to locate these participants continue, and to the extent a participant cannot be located or checks are uncashed, these funds are to be forfeited and returned to the Plan. The benefit payments may be reissued if the participant, beneficiary, or alternate payee makes a valid claim to the Plan.

9. Related-Party Transactions

Certain short term investment funds are managed by the Trustee and therefore, these transactions qualify as exempt party-in-interest transactions. Fees paid by the Plan to the Trustee for administrative expenses amounted to $65,501 and $59,810 for the years ended December 31, 2012 and 2011, respectively.

10. Information Certified by the Trustee

The Plan administrator has elected the method of compliance as permitted by 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, all of the investments and investment income information in the accompanying financial statements and related notes

was derived from information certified by the Trustee, and was not subject to audit, excluding the fair value leveling in Note 3 as of December 31, 2012 and 2011.

The following is a summary of the Plan's financial information and data certified by the Trustee:

	December 31,	
	2012	2011
Assets		
Investments at Quoted Market Value:		
Bond	$ 462,724	$ 461,519
Total Investments at Quoted Value	462,724	461,519
Investments at Net Asset Value:		
Registered investment companies	21,199,527	18,395,252
Limited partnerships	3,287,068	3,038,270
Common/collective trusts	88,400,483	82,775,720
Total Investments at Net Asset Value	112,887,078	104,209,242
Investments at Estimated Value:		
Bond	512	456
Total Investments at Estimated Value	512	456
Cash and Cash Equivalents	2,269,009	2,483,164
Total Investments	115,619,323	107,154,381
Receivables:		
Accrued interest and dividends	17,981	5,670
Futures contracts variation margin	-	18,115
Total Receivables	17,981	23,785
Total Assets Reported by Trustee	$ 115,637,304	$ 107,178,166
Liabilities		
Payables:		
Futures contracts variation margin	19,000	-
Total Payables	$ 19,000	$ -

	Year Ended December 31,	
	2012	2011
Investment income		
Net appreciation in fair value of investments	$ 13,133,144	$ 9,153,298
Interest	26,960	28,423
Dividends	1,278,099	1,262,616
Total Investment Income Reported by Trustee	$ 14,438,203	$ 10,444,337

For the years ended December 31, 2012 and 2011, the Plan's investments appreciated/(depreciated) in fair value as follows:

	December 31,	
	2012	2011
Net appreciation / (depreciation) in fair value of assets:		
Investments at Quoted Market Value:		
Bonds	$ 1,261	$ 123,714
Future contracts	236,753	2,865,726
Investments at Net Asset Value:		
Registered investment companies	2,191,370	(1,419,934)
Limited partnerships	248,798	(139,936)
Common/collective trusts	10,454,962	7,653,652
Hedge fund	-	70,076
Total net appreciation in fair value of assets	$ 13,133,144	$ 9,153,298

At December 31, 2012 and 2011 the following investments had a fair value which represented 5% or more of the Plan's net assets available for benefits at that same date:

	December 31,	
	2012	2011
JPMCB Long Credit Fund	$ 56,866,024	$ 53,873,657
Pimco All Asset FD Institutional CL I	9,076,298	7,862,021
Templeton Institutional Funds - Foreign Equity Series	8,114,125	6,844,599
Russell 1000 Equity Index Fund	5,905,323	(a)
WTC-CIF-US Research Equity Portfolio	6,371,285	(a)

(a) The investments in Russell 1000 Equity Index Fund and WTC-CIF-US Research Equity portfolio did not represent over 5% of net assets as of December 31, 2011.

11. Subsequent Event

For the year ended December 31, 2012, subsequent events were evaluated through June 3, 2013, the date the financial statements were issued.

Interpublic Retirement Account Plan
Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
As of December 31, 2012

Identity of Party Involved	Description of Asset Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	Cost	Current Value
TEMPLETON INSTITUTIONAL FUNDS- FOREIGN EQUITY SERIES	Registered Investment Company	8,186,384	8,114,125
PIMCO ALL ASSET FD INSTL CL I	Registered Investment Company	8,811,261	9,076,298
IRONBRIDGE FRONTEGRA SMID FUND	Registered Investment Company	2,550,956	4,009,104
ARCHSTONE PARTNERS, L.P.	Limited Partnerships	2,373,378	3,287,068
RUSSELL1000 EQUITY INDEX FUND	Common/Collective Trusts	3,930,619	5,905,323
JP MORGAN STRATEGIC PROPERTY FUND	Common/Collective Trusts	3,842,029	4,400,624
MGT JPM SPECIAL SITUATION FUND	Common/Collective Trusts	1,573,540	1,711,693
WTC-CIF-US RESEARCH EQUITY PORTFOLIO	Common/Collective Trusts	5,212,250	6,371,285
Eb DAILY VALUED GLOBAL EXP ALPHA I FUND	Common/Collective Trusts	3,847,354	4,556,845
JPMCB LONG CREDIT FUND	Common/Collective Trusts	38,736,861	56,866,026
JPMCB LIQUIDITY FUND	Common/Collective Trusts	174,346	174,346
GLOBAL EMERGING MARKETS COUNTRY FUND	Common/Collective Trusts	3,000,000	3,186,684
WTC-CTF OPPORTUNISTIC FIXED INCOME ALLOCATION	Common/Collective Trusts	4,940,648	5,227,657
VENEZUELA GOVERNMENT	Bond, Variable Rate, 04/15/2020	-	512
US GOVERNMENT	Bond, 3.875%, 08/15/2040	337,823	462,724
WELLS FARGO ADVANTAGE FUND*	Cash and Cash Equivalents	2,264,449	2,264,449
CASH HELD BY WELLS FARGO	Cash and Cash Equivalents	4,560	4,560
TOTAL INVESTMENTS		$ 89,786,458	$ 115,619,323

The information in this schedule has been certified as to its completeness and accuracy by Wells Fargo Bank, N.A., the Plan Trustee.

* Denotes a party-in-interest.

Interpublic Retirement Account Plan
Schedule H, Line 4i – Schedule of Assets (Acquired and Disposed of Within Year)
For the Year Ended December 31, 2012

Identity of issue, borrower, lessor or similar party	Description of Asset Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	Cost of acquisitions	Proceeds of dispositions
US Ultra Long Futures Contract	December 2012	$ -	$ 234,403
US 30 Year Treasury Bond Futures Contract	June 2012	-	392,635
US 30 Year Treasury Bond Futures Contract	September 2012	-	336,130
US 30 Year Treasury Bond Futures Contract	December 2012	-	203,116
US Ultra Long Futures Contract	March 2012	-	340,813
US Ultra Long Futures Contract	June 2012	-	702,668
US Ultra Long Futures Contract	September 2012	-	501,553
US 30 Year Treasury Bond Futures Contract	March 2012	-	(252,231)
US 30 Year Treasury Bond Futures Contract	March 2013	-	(69,688)
US 30 Year Treasury Bond Futures Contract	June 2012	-	(270,606)
US 30 Year Treasury Bond Futures Contract	September 2012	-	(292,106)
US 30 Year Treasury Bond Futures Contract	December 2012	-	(194,002)
US Ultra Long Futures Contract	March 2012	-	(453,671)
US Ultra Long Futures Contract	March 2013	-	(83,696)
US Ultra Long Futures Contract	June 2012	-	(527,885)
US Ultra Long Futures Contract	Sept 2012	-	(413,252)
US Ultra Long Futures Contract	December 2012	-	(233,502)
TOTAL		$ -	$ (79,321)

The information in this schedule has been certified as to its completeness and accuracy by Wells Fargo Bank, N.A., the Plan Trustee.

Interpublic Retirement Account Plan
Schedule H, Line 4j – Schedule of Reportable Transactions – Series of Transactions
For the Year Ended December 31, 2012

Cumulative transactions in excess of 5% of the current value of the Plan assets at the beginning of the plan year as defined in Section 2520.103-6 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA.

(a) Party Involved	(b) Description of Assets	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or (Loss)
Chase Securities Inc.	JPMCB Liquidity Fund	$ 3,001,699	$ 3,803,297	N/A	N/A	$ 6,804,996	$ 6,804,996	$ -
Chase Securities Inc.	JPMCB Long Credit Fund	1,170,000	5,225,205	N/A	N/A	4,866,619	6,395,205	1,528,585
Wells Fargo Bank, N.A.	Wells Fargo Advantage Money Market Service*	12,272,372	12,491,089	N/A	N/A	24,763,461	24,763,461	-

The information in this schedule has been certified as to its completeness and accuracy by Wells Fargo Bank, N.A., the Plan Trustee.

*Denotes a party-in-interest.

Attachment to 2012 Form 5500
Schedule SB, line 19 - Discounted Employer Contributions
The Interpublic Group of Companies, Inc. Retirement Account Plan
Plan #: 001 EIN: 13-1024020

Date of Contribution	Amount	Year Applied	Effective Interest Rate	Interest Adjusted Contribution
4/12/2012	1,107,680	2012	6.94	1,087,304
7/12/2012	1,107,680	2012	6.94	1,069,266
10/12/2012	1,107,680	2012	6.94	1,051,335

Attachment to 2012 Form 5500
Schedule SB, line 22 - Description of Weighted Average Retirement Age
The Interpublic Group of Companies, Inc. Retirement Account Plan
Plan #: 001 EIN: 13-1024020

A. Legacy Retirement Account Plan

(1) Ages	(2) Rate of Retirement	(3) Remaining Active (3) at AGE-1 x (1-(2))	(4) Number Retiring (3) at AGE-1 minus (3) at AGE	(5) Ages x Number Retiring: (1) x (4)
		1.0000		
50	0.176	0.8235	0.1765	8.83
51	0.081	0.7567	0.0668	3.41
52	0.091	0.6879	0.0688	3.58
53	0.101	0.6187	0.0692	3.67
54	0.110	0.5504	0.0683	3.69
55	0.120	0.4843	0.0661	3.64
56	0.130	0.4214	0.0629	3.52
57	0.140	0.3626	0.0588	3.35
58	0.149	0.3085	0.0541	3.14
59	0.159	0.2594	0.0491	2.90
60	0.169	0.2156	0.0438	2.63
61	0.179	0.1771	0.0385	2.35
62	0.188	0.1438	0.0333	2.06
63	0.198	0.1153	0.0285	1.80
64	0.208	0.0913	0.0240	1.54
65	0.217	0.0714	0.0199	1.29
66	0.227	0.0552	0.0162	1.07
67	0.237	0.0421	0.0131	0.88
68	0.247	0.0317	0.0104	0.71
69	0.256	0.0236	0.0081	0.56
70	1.000	0.0000	0.0236	1.65

Average Retirement Age: 56

The determination of the average retirement age assumes employees continue in employment until reaching the first age of retirement eligibility with the required number of years of service. After this point, only the retirement decrement is recognized.

B. Legacy Adler Plan

(1) Ages	(2) Rate of Retirement	(3) Remaining Active (3) at AGE-1 x (1-(2))	(4) Number Retiring (3) at AGE-1 minus (3) at AGE	(5) Ages x Number Retiring: (1) x (4)
		1.0000		
65	1.000	0.0000	1.0000	65.00

Average Retirement Age: 65

C. Legacy Nationwide Advertising Serivces Plan

(1) Ages	(2) Rate of Retirement	(3) Remaining Active (3) at AGE-1 x (1-(2))	(4) Number Retiring (3) at AGE-1 minus (3) at AGE	(5) Ages x Number Retiring: (1) x (4)
		1.0000		
65	1.000	0.0000	1.0000	65.00

Average Retirement Age: 65

D. Calculation of Weighted Average Retirement Age:

	Active Population at January 1, 2012	Average Retirement Age
RAP	492	56
Adler	4	65
NAS	0	65

Weighted Average Retirement Age: 56

Attachment to 2012 Form 5500
Schedule SB, line 26 - Schedule of Active Participant Data
The Interpublic Group of Companies, Inc. Retirement Account Plan
Plan #: 001 EIN: 13-1024020

Analysis of Active Participant Data by Age and Service

		Years of Service									
Age		**Under 1**	**1 to 4**	**5 to 9**	**10 to 14**	**15 to 19**	**20 to 24**	**25 to 29**	**30 to 34**	**35 to 39**	**40 & up**
Under 25	Number	0	0	0	0	0	0	0	0	0	0
	Average Account Balance										
25-29	Number	0	0	0	0	0	0	0	0	0	0
	Average Account Balance										
30-34	Number	0	0	0	0	0	0	0	0	0	0
	Average Account Balance										
35 to 39	Number	7	26	0	0	0	0	0	0	0	0
	Average Account Balance		1,847								
40 to 44	Number	12	51	13	2	0	0	0	0	0	0
	Average Account Balance		2,076								
45 to 49	Number	13	45	37	22	2	0	0	0	0	0
	Average Account Balance		3,778	9,703	13,280						
50 to 54	Number	7	33	29	34	10	2	0	0	0	0
	Average Account Balance		4,371	15,474	21,373						
55 to 59	Number	4	30	11	13	14	4	0	0	0	0
	Average Account Balance		5,888								
60 to 64	Number	1	12	13	13	8	5	1	0	0	0
	Average Account Balance										
65 to 69	Number	1	1	4	3	5	1	2	2	0	0
	Average Account Balance										
70 & Up	Number	0	0	1	0	2	0	0	0	0	0
	Average Account Balance										

Average Age: 51.2 Average Service: 7.0

Attachment to 2012 Form 5500
Schedule SB, line 32 - Schedule of Amortization Bases
The Interpublic Group of Companies, Inc. Retirement Account Plan
Plan #: 001 EIN: 13-1024020

Type of Installment	Present Value of Future Installments	Valuation Date Established	Number of Years Remaining	Amortization Installment
2012	(15,578,251)	1/1/2012	7	(2,644,012)
2011	5,884,154	1/1/2011	6	1,127,249
2010	4,682,815	1/1/2010	5	1,040,182
2009	7,071,365	1/1/2009	4	1,913,287
Total Amortization Installments				1,436,706

Attachment to 2012 Form 5500
Schedule SB, line 24 – Non-Prescribed Actuarial Assumptions
The Interpublic Group of Companies, Inc. Retirement Account Plan
Plan #: 001 EIN: 13-1024020

The following non-prescribed actuarial assumptions were changed to reflect changes to the indices underlying these assumptions:

The segment rates used to determine minimum funding requirements and benefit restrictions were revised by applying the corridors of MAP-21.

The assumed plan-related expenses added to the target normal cost were changed from $350,000 for 2011 to $400,000 for 2012.

The account balance accumulation rate was changed from 5.50% to 5.25% to reflect the decrease in the index used to determine the rate (the greater of 1-year Treasury securities plus one percentage point or 5%).

The actuarial basis used to convert the cash balance account to an annuity was updated to reflect current market conditions. The rate was changed from 3.00% to 2.00%.

Attachment to 2012 Form 5500

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods

The Interpublic Group of Companies, Inc. Retirement Account Plan

Plan#001 EIN: 13-1024020

Statement of actuarial assumptions and methods

1. Assumptions and methods for contribution purposes

Actuarial Assumptions and Methods — Contributions

Economic Assumptions

Interest rate basis:

- Applicable month: January 2012
- Interest rate basis: 3-Segment rates
- MAP-21 applied for funding: Yes
- MAP-21 applied for benefit restrictions: Yes

Interest rates:	Reflecting Corridors	Not Reflecting Corridors
▸ First segment rate	5.54%	1.98%
▸ Second segment rate	6.85%	5.07%
▸ Third segment rate	7.52%	6.19%
▸ Effective interest rate	6.94%	5.22%

Annual rates of increase

- Compensation: N/A
- Future Social Security wage bases: N/A
- Statutory limits on compensation: N/A
- Account balance accumulation: 5.25%

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods

The Interpublic Group of Companies, Inc. Retirement Account Plan

Plan#001 EIN: 13-1024020

Demographic Assumptions

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

New or rehired employees

It was assumed there will be no new or rehired employees.

Mortality

- Healthy

Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, projected to 2027 using Scale AA) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, projected to 2019 using Scale AA).

- Disabled

Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, projected to 2027 using Scale AA) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, projected to 2019 using Scale AA).

Termination

Rates varying by age

Representative Termination Rates

Percentage leaving during the year			
Attained Age	Rate – RAP	Rate – NAS	Rate – Adler
30	12.4%	16.2%	0.0%
35	12.9%	14.9%	0.0%
40	12.2%	13.1%	0.0%
45	11.9%	10.8%	0.0%
50	11.9%	7.9%	0.0%
55	0.0%	4.4%	0.0%
60	0.0%	1.2%	0.0%
65	0.0%	0.0%	0.0%

Disability

The rates at which participants become disabled by age and gender are shown below:

Representative Disability Rates

Percentage becoming disabled during the year				
Age	Rate – RAP Male/Female	Rate – NAS Male	Rate – NAS Female	Rate – Adler Male/Female
30	0.1%	0.0%	0.1%	0.0%
35	0.1%	0.1%	0.1%	0.0%
40	0.2%	0.1%	0.2%	0.0%
45	0.3%	0.2%	0.3%	0.0%

50	0.6%	0.4%	0.5%	0.0%
55	1.0%	0.7%	1.0%	0.0%
60	1.6%	1.3%	1.2%	0.0%
65	2.3%	1.8%	1.4%	0.0%

Retirement

Rates varying by age. Average age is 56 for Legacy RAP, and 65 for Legacy Adler and Legacy NAS.

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

Percentage retiring during the year			
Age	Rate – RAP	Rate – NAS	Rate – Adler
50	17.6%	0.00%	0.00%
51	8.1%	0.00%	0.00%
52	9.1%	0.00%	0.00%
53	10.1%	0.00%	0.00%
54	11.0%	0.00%	0.00%
55	12.0%	0.0%	0.0%
56	13.0%	0.0%	0.0%
57	14.0%	0.0%	0.0%
58	14.9%	0.0%	0.0%
59	15.9%	0.0%	0.0%
60	16.9%	0.0%	0.0%
61	17.9%	0.0%	0.0%
62	18.8%	0.0%	0.0%
63	19.8%	0.0%	0.0%
64	20.8%	0.0%	0.0%
65	21.7%	100.0%	100.0%
66	22.7%	100.0%	100.0%
67	23.7%	100.0%	100.0%
68	24.7%	100.0%	100.0%
69	25.6%	100.0%	100.0%
70	100.0%	100.0%	100.0%

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods

The Interpublic Group of Companies, Inc. Retirement Account Plan

Plan#001 EIN: 13-1024020

Form of payment	Legacy RAP: ▸ For retirement and termination benefits, 80% of the active participants are assumed to elect a lump sum and 20% are assumed to elect an annuity. Terminated vested participants are assumed to elect a deferred to 65 annuity. For cash contributions, we have assumed that participants receive an annuity, consistent with PPA calculation requirements. Legacy Adler Plan: ▸ Active participants are assumed to elect a single life annuity form of payment. Legacy NAS Plan: ▸ Active participants are assumed to elect a lump sum form of payment. For cash contributions, we have assumed that participants receive an annuity, consistent with PPA calculation requirements.
Percent married	For the Legacy RAP, 80% of males and females. For the Legacy NAS Plan, 85% of males; 50% of females. Used to value pre-retirement surviving spouse benefits and in determining the optional forms expected to be elected at commencement.
Spouse age	Wife three years younger than husband
Covered pay	N/A
Investment expense	Return on asset assumption is net of any expense paid by the trust.
Administrative expense	$400,000
Loads	None
At-risk assumptions	For at-risk calculations, all participants eligible to elect benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year, except in accordance with the regular valuation assumptions. In addition, all participants (not just those eligible to begin benefits within the next 11 years) are assumed to elect the most valuable form of benefit under the plan, which is usually the lump sum form of payment.
Cash flow	
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods

The Interpublic Group of Companies, Inc. Retirement Account Plan

Plan#001 EIN: 13-1024020

Methods

Valuation date	First day of plan year
Funding target	Present value of accrued benefits
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year
Actuarial value of assets	Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22) . The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2011 plan year).
Benefits not valued	All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Interpublic and, based on that review, is not aware of any significant benefits required to be valued that were not.
Change in assumptions and methods since prior valuation	The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of January 2011 to January 2012. The segment rates used to determine minimum funding requirements and benefit restrictions were revised by applying the corridors of MAP-21 The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements. The assumed plan-related expenses added to the target normal cost were changed from $350,000 for 2011 to $400,000 for 2012. The account balance accumulation rate was changed from 5.50% to 5.25%. The actuarial basis used to convert the cash balance account to an annuity was updated to reflect current market conditions. The rate was changed from 3.00% to 2.00%.

Summary of plan provisions

Summary of Retirement Account Plan Provisions

Plan Provisions	
Effective Date	December 1, 1943. Most recent amendment adopted as of March 31, 2010.
Covered Employees	All employees in companies which have adopted the plan. As of December 31, 2009, participants of the Adler, Boschetto, Peebles, and Partners, Inc. Pension Plan were also covered. As of March 31, 2010, participants of the Nationwide Advertising Service Pension Plan were also covered.
Participation Date	Employees become participants of the plan on the later of: ▸ the first of the month coincident with or following the attainment of age 21 and completion of one year of service, ▸ January 1, 1977 for employees of Clinton E. Frank, ▸ July 1, 1979 for employees of McCann-Erickson (S.A.), ▸ January 1, 1980 for employees of SSC&B, ▸ January 1, 1981 for employees of March Advertising, ▸ August 1, 1983 for employees of Dailey Associates, ▸ August 1, 1983 for employees of North Light Ltd., ▸ May 1, 1984 for employees of Frank Vos Company, ▸ July 1, 1986 for employees of Nabisco, Inc., ▸ January 1, 1988 if hired after age 60, ▸ January 1, 1991 for employees of Lintas GSB and Lintas: Hispanic, ▸ January 1, 1992 for employees of Long Haymes Carr, ▸ January 1, 1996 for employees of NSA, ▸ January 1, 1997 for employees of Lowe McAdams Healthcare, ▸ April 1, 1997 for employees of Anderson Lemke.
Definitions	
Credited service	Years and months of service from date of hire. Benefit accruals were frozen as of March 31, 1998.

Accredited service	A participant is credited with one year of accredited service for each year the participant completes at least one thousand hours of service. However, in no event shall a participant receive credit for more than a total of 35 years of accredited service.
Points	Sum of age plus credited service rounded to the next whole number. Both age and service are figured as years and completed months as of December 31 prior to the year of allocation.
Compensation	Employee's total compensation paid during the calendar year.
Grandfathered Employees	All active employees who were participants as of January 1, 1992.
Normal retirement date (NRD)	First of month coinciding with or next following the attainment of age 65 and completion of five years of credited service.
Pre-1992 Pension Plan Benefit	The sum of (i) and (ii): (i) Accrued benefit as of July 31, 1987 based on prior plan provisions. (ii) For accredited service after August 1, 1987, additional benefits are earned based on 1% of compensation up to $15,000 plus 1.3% of compensation above $15,000 for each full calendar year of accredited service.
Retirement Account	The sum of (i) and (ii): (i) Initial retirement plan balance for eligible participants as of December 31, 1991 equal to the lump sum value of the pre-1992 pension plan accrued benefit as of that date. The lump sum value was calculated based on 6½% interest and the 1983 Group Annuity Mortality Table. (ii) For service after December 31, 1991, the account balance is increased by: a) interest each year is based on the one-year Treasury Constant for the month of November of the immediately preceding calendar year. Minimum guaranteed rate is 8% for 1992 and 1993; 5% thereafter. b) Annual allocation through March 31, 1998 equal to a percentage of the participant's compensation, based upon points as of the end of the prior year as follows:

Points	***Allocation***
Less than 40	1.5%
40 – 49	2.0
50 – 59	2.5
60 – 69	3.0
70 – 79	4.0
80 or more	5.0

Accrued Benefit	For grandfathered employees, the benefit equal to the greater of (i) and (ii): (i) Pre-1992 pension plan benefit. (ii) Retirement Account converted to an annuity payable at normal retirement date, determined by accumulating the Retirement Account at 5% interest to age 65 and converting to an annuity based on PBGC interest rates and GAM 83. For all other employees, the benefit described in (ii) above.
Early Retirement Subsidized Factors	(a) For annuity form of payment, factors are equal to one minus the greater of (i) and (ii): (i) 5/12 of 1% multiplied by the number of full months by which the participant is under age 55 on his annuity commencement date or (ii) 5/12 of 1% multiplied by the number of full months by which the number of his years (including completed months) of age, as of his annuity commencement date, plus his years of accredited service as of his early retirement date, total less than 80; provided, however, in no event shall such reduction exceed 5/12 of 1% multiplied by the number of full months by which the participant is under age 65 on his annuity commencement date. (b) For payment of the Retirement Account as a lump sum, factors are based on age and points at retirement. Sample factors are shown below:

Age at Retirement	*Points at Retirement*		
	70	*75*	*80 or more*
50	120%	140%	160%
55	100%	120%	140%
60	100%	100%	120%
65	100%	100%	100%

Eligibility for Benefits

Normal retirement	Retirement on NRD
Early retirement	Retirement before NRD and on or after both attaining age 50 and completing ten years of accredited service
Postponed retirement	Retirement after NRD
Deferred vested	Termination for reasons other than death or retirement after completing five years of credited service
Preretirement death benefit	Death while eligible for deferred vested, early, normal, or postponed retirement benefits.

Benefits Paid Upon the Following Events

Normal retirement	Accrued benefit determined as of NRD, payable as an annuity or a lump sum. Lump sum payable is determined as the greater of the Retirement Account balance or the actuarial equivalent of the accrued benefit.
Early retirement	Pension benefit based on accrued benefit reflecting early retirement subsidized factors, payable as an annuity or a lump sum.
Postponed retirement	Accrued benefit determined as of actual retirement date, payable as an annuity or a lump sum.
Termination With Deferred Vested Benefit	Accrued benefit payable on NRD as an annuity or a lump sum. Alternatively, payment may commence earlier with benefit reduced on an actuarial equivalent basis.
Preretirement death	The accrued benefit is payable as the survivorship portion of a 100% joint and survivor annuity or, alternatively, the Retirement Account is payable. For employees eligible for early retirement, the above amounts reflect the early retirement subsidized factors. For those not eligible for early retirement, the above amounts are actuarial equivalents.

Other Plan Provisions

Forms of payment	▸ Automatic Form: Actuarially equivalent, 100% joint and survivor annuity if married on date payments commence; life annuity if single. ▸ Optional Forms: Actuarially equivalent joint and survivor annuity, 5 or 10 years certain annuity, or lump sum.
Pension Increases	None
Plan Participants' Contributions	None
Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Future Plan Changes

No future plan changes were recognized in determining pension cost or in determining minimum and maximum contributions.

Changes in Benefits Valued Since Prior Year

There have been no changes in benefits valued since the prior year.

Summary of Legacy NAS Principal Plan Provisions

Plan Provisions	
Effective Date	October 28, 1985 (as amended and restated effective October 28, 2001 and as further amended effective January 1, 2004. The accrual of benefits was eliminated as of October 28, 2006.)
Covered Employees	All employees of the company who work at least 1,000 hours per year are eligible, except for employees covered by collective bargaining agreements and non-resident aliens covered by a foreign plan maintained by the company.
Participation Date	Participation is as of the October 28th following the completion of 6 months of service and attainment of age 21. (Participants in prior plan as of October 27, 1986 automatically participate in the plan on October 28, 1986 if they are still employed on that date.) Participation in the plan was closed to new entrants as of October 28, 2006.

Definitions	
Credited service	A year of service is credited for each plan year in which an employee completes 1,000 hours of service. No additional years of credited service will be earned after October 28, 2006.
Average monthly compensation	Average monthly compensation is determined as of October 27, 2006.
Normal retirement date (NRD)	October 28th nearest the participant's 65th birthday.
Normal Retirement Benefit	The normal form of payment is a five-year certain and life benefit. A monthly benefit, if paid on a five-year certain and life basis, equal to 1.3% of average monthly compensation up to covered compensation plus 1.9% of average monthly compensation in excess of covered compensation, multiplied by service to a maximum of 25 years. The benefit payable from this plan is reduced by any insured benefit payable under the terms of the terminated prior plan.
Covered Compensation	The average of maximum Social Security taxable wages over the 35-year period ending with the year of the participant's Social Security normal retirement age.
Early Retirement Benefit	A benefit equal to either: (i) a deferred benefit payable at normal retirement date equal to the accrued normal retirement benefit or (ii) an immediate lump sum payment equal to the present value of the accrued normal retirement benefit.

Normal form of benefit	Unless otherwise elected, and benefit payable under the plan shall be paid: (a) on a 50% Joint and Survivor basis, if the participant is married; or (b) on a single life basis otherwise
Disability benefit	The participant is entitled to receive a benefit under the early retirement provisions described above.
Vested benefits upon termination of service	Termination Benefit: A benefit equal to either: (i) a deferred benefit payable at normal retirement date equal to the accrued normal retirement benefit or (ii) an immediate lump sum payment equal to the present value of the normal retirement benefit.
Death benefits for participants in active service	One hundred times the participant's anticipated monthly retirement benefit, after reduction for insured benefits payable from the prior plan, determined as of his Normal Retirement Date. The benefit shall be payable to a surviving spouse in the form of pre-retirement survivor annuity unless the surviving spouse elects an alternative form of payment.
Optional forms of retirement income in lieu of normal form	A participant may elect to receive the actuarial equivalent value of his benefit on a single life basis, or on a joint and survivor basis, or as a single lump sum distribution.

Eligibility for Benefits

Normal retirement	Retirement on NRD
Early retirement	Retirement before NRD and on the October 28th coincident with or following age 55 and 5 years of participation.
Postponed retirement	Retirement after NRD
Vested termination	Termination for reasons other than death or retirement after completing five years of service
Disablement	After 6 months of Total and Permanent disability.
Preretirement death	Death of an active participant prior to normal retirement date.

Benefits Paid Upon the Following Events

Normal retirement	Monthly pension benefit determined as of NRD, payable as a five-year certain and life annuity.
Early retirement	Monthly pension benefit determined as of early retirement date reflecting early retirement subsidized factors.
Postponed retirement	Monthly pension benefit determined as of actual retirement date.
Termination With Deferred Vested Benefit	Monthly pension benefit determined as of termination date.

Disablement	Monthly pension benefit determined as of the date of disability, payable under the early retirement provisions described above.
Preretirement death	Monthly preretirement death benefit payable on behalf of an active employee.

Other Plan Provisions

Forms of payment	► Automatic Form: 50% Joint and Survivor basis, if the participant is married; or on a single life basis otherwise ► Optional Forms: Actuarially equivalent single life annuity, joint and survivor annuity, or lump sum.
Pension Increases	None
Plan Participants' Contributions	None
Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Future Plan Changes

No future plan changes were recognized in determining pension cost or in determining minimum and maximum contributions.

Changes in Benefits Valued Since Prior Year

There have been no changes in benefits valued since the prior year.

Summary of Legacy Adler Principal Plan Provisions

Plan Provisions	
Effective Date	September 1, 1979
Covered Employees	All employees are eligible to enter on the January 1 or July 1 coincident with or following the completion of the following requirements: (i) 1 year of service (ii) Minimum age 21 Employees covered by a collective bargaining unit under which pension benefits were a subject of good faith bargaining and excluded by class.
Definitions	
Credited years	Credited years are plan years commencing with the year of hire and ending with the retirement year excluding years with less than 500 hours
Normal retirement date (NRD)	Date of attainment of age 65.
Normal Retirement Benefit	Upon normal retirement each participant will be entitled to a benefit payable in the normal form equal to their accrued benefit as of 7/31/98. Maximum benefit is $14,583 per month. Maximum percent of salary is 100%. Benefit is based on average salary during the highest 3 consecutive years of participation.
Normal form of benefit	Single life annuity.
Accrued benefit	A fraction of the normal retirement benefit calculated based on the assumption that the average salary preceding termination equals the average salary at retirement, such fraction being equal to the years to date divided by what the years at retirement would have been had employment continued until retirement.
Termination Benefit	Upon termination for any reason other than death, disability or retirement, a participant shall be entitled to a portion of the actuarial equivalent of his accrued benefit in accordance with the following vesting schedule:

Credited Years	Vested Percent
1	0
2	20
3	40
4	60
5	80
6	100

Death Benefit	Actuarial equivalent of the accrued benefit earned to date of death.

Eligibility for Benefits

Normal retirement	Retirement on NRD
Postponed retirement	Retirement after NRD
Vested termination	Termination for reasons other than death or retirement based on the vesting schedule above.
Preretirement death benefit	Death while eligible for plan benefits.

Benefits Paid Upon the Following Events

Normal retirement	Monthly pension benefit determined as of NRD
Postponed retirement	Monthly pension benefit determined as of actual retirement date
Vested termination	Monthly pension benefit determined as of termination date
Preretirement death	Monthly preretirement death benefit payable on behalf of an active employee

Other Plan Provisions

Forms of payment	► Automatic Form: single life annuity. ► Optional Forms: Actuarially equivalent lump sum, 10 years certain annuity, or joint and survivor annuity.
Pension Increases	None
Plan Participants' Contributions	None
Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Future Plan Changes

No future plan changes were recognized in determining pension cost or in determining minimum and maximum contributions.

Changes in Benefits Valued Since Prior Year

There have been no changes in benefits valued since the prior year.

Interpublic Retirement Account Plan
Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
As of December 31, 2012

Identity of Party Involved	Description of Asset Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	Cost	Current Value
TEMPLETON INSTITUTIONAL FUNDS- FOREIGN EQUITY SERIES	Registered Investment Company	8,186,384	8,114,125
PIMCO ALL ASSET FD INSTL CL I	Registered Investment Company	8,811,261	9,076,298
IRONBRIDGE FRONTEGRA SMID FUND	Registered Investment Company	2,550,956	4,009,104
ARCHSTONE PARTNERS, L.P.	Limited Partnerships	2,373,378	3,287,068
RUSSELL1000 EQUITY INDEX FUND	Common/Collective Trusts	3,930,619	5,905,323
JP MORGAN STRATEGIC PROPERTY FUND	Common/Collective Trusts	3,842,029	4,400,624
MGT JPM SPECIAL SITUATION FUND	Common/Collective Trusts	1,573,540	1,711,693
WTC-CIF-US RESEARCH EQUITY PORTFOLIO	Common/Collective Trusts	5,212,250	6,371,285
Eb DAILY VALUED GLOBAL EXP ALPHA I FUND	Common/Collective Trusts	3,847,354	4,556,845
JPMCB LONG CREDIT FUND	Common/Collective Trusts	38,736,861	56,866,026
JPMCB LIQUIDITY FUND	Common/Collective Trusts	174,346	174,346
GLOBAL EMERGING MARKETS COUNTRY FUND	Common/Collective Trusts	3,000,000	3,186,684
WTC-CTF OPPORTUNISTIC FIXED INCOME ALLOCATION	Common/Collective Trusts	4,940,648	5,227,657
VENEZUELA GOVERNMENT	Bond, Variable Rate, 04/15/2020	-	512
US GOVERNMENT	Bond, 3.875%, 08/15/2040	337,823	462,724
WELLS FARGO ADVANTAGE FUND*	Cash and Cash Equivalents	2,264,449	2,264,449
CASH HELD BY WELLS FARGO	Cash and Cash Equivalents	4,560	4,560
TOTAL INVESTMENTS		$ 89,786,458	$ 115,619,323

The information in this schedule has been certified as to its completeness and accuracy by Wells Fargo Bank, N.A., the Plan Trustee.

* Denotes a party-in-interest.

Interpublic Retirement Account Plan
Schedule H, Line 4j – Schedule of Reportable Transactions – Series of Transactions
For the Year Ended December 31, 2012

Cumulative transactions in excess of 5% of the current value of the Plan assets at the beginning of the plan year as defined in Section 2520.103-6 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA.

(a) Party Involved	(b) Description of Assets	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or (Loss)
Chase Securities Inc.	JPMCB Liquidity Fund	$ 3,001,699	$ 3,803,297	N/A	N/A	$ 6,804,996	$ 6,804,996	$ -
Chase Securities Inc.	JPMCB Long Credit Fund	1,170,000	5,225,205	N/A	N/A	4,866,619	6,395,205	1,528,585
Wells Fargo Bank, N.A.	Wells Fargo Advantage Money Market Service*	12,272,372	12,491,089	N/A	N/A	24,763,461	24,763,461	-

The information in this schedule has been certified as to its completeness and accuracy by Wells Fargo Bank, N.A., the Plan Trustee.

*Denotes a party-in-interest.

Interpublic Retirement Account Plan
Schedule H, Line 4i – Schedule of Assets (Acquired and Disposed of Within Year)
For the Year Ended December 31, 2012

Identity of issue, borrower, lessor or similar party	Description of Asset Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	Cost of acquisitions	Proceeds of dispositions
US Ultra Long Futures Contract	December 2012	$ -	$ 234,403
US 30 Year Treasury Bond Futures Contract	June 2012	-	392,635
US 30 Year Treasury Bond Futures Contract	September 2012	-	336,130
US 30 Year Treasury Bond Futures Contract	December 2012	-	203,116
US Ultra Long Futures Contract	March 2012	-	340,813
US Ultra Long Futures Contract	June 2012	-	702,668
US Ultra Long Futures Contract	September 2012	-	501,553
US 30 Year Treasury Bond Futures Contract	March 2012	-	(252,231)
US 30 Year Treasury Bond Futures Contract	March 2013	-	(69,688)
US 30 Year Treasury Bond Futures Contract	June 2012	-	(270,606)
US 30 Year Treasury Bond Futures Contract	September 2012	-	(292,106)
US 30 Year Treasury Bond Futures Contract	December 2012	-	(194,002)
US Ultra Long Futures Contract	March 2012	-	(453,671)
US Ultra Long Futures Contract	March 2013	-	(83,696)
US Ultra Long Futures Contract	June 2012	-	(527,885)
US Ultra Long Futures Contract	Sept 2012	-	(413,252)
US Ultra Long Futures Contract	December 2012	-	(233,502)
TOTAL		$ -	$ (79,321)

The information in this schedule has been certified as to its completeness and accuracy by Wells Fargo Bank, N.A., the Plan Trustee.

SCHEDULE SB (Form 5500)	Single-Employer Defined Benefit Plan Actuarial Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	2012 This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan: The Interpublic Retirement Account Plan

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF: The Interpublic Group of Companies, Inc.

D Employer Identification Number (EIN): 13-1024020

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

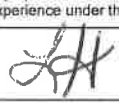
1 Enter the valuation date: Month 1 Day 1 Year 2012

2	Assets:			
	a Market value		**2a**	109,408,113
	b Actuarial value		**2b**	105,531,687
3	Funding target/participant count breakdown:		(1) Number of participants	(2) Funding Target
	a For retired participants and beneficiaries receiving payment	**3a**	857	57,364,920
	b For terminated vested participants	**3b**	2,737	40,395,115
	c For active participants:			
	(1) Non-vested benefits	**3c(1)**		258,824
	(2) Vested benefits	**3c(2)**		9,572,911
	(3) Total active	**3c(3)**	496	9,831,735
	d Total	**3d**	4,090	107,591,770
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]			
	a Funding target disregarding prescribed at-risk assumptions		**4a**	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor		**4b**	
5	Effective interest rate		**5**	6.94
6	Target normal cost		**6**	400,000

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE



Signature of actuary

7/8/2013

Date

LORRAINE HALPIN, A.S.A., E.A.

Type or print name of actuary

11-06775

Most recent enrollment number

TOWERS WATSON

Firm name

(973) 331-3500

Telephone number (including area code)

1 UPPER POND RD BLDG F MORRIS CORP CENTER II
PARSIPPANY NJ 07054-1050

Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of 9.79 %		
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		9,713
	b Interest on (a) using prior year's effective interest rate of 5.76 % except as otherwise provided (see instructions)		559
	c Total available at beginning of current plan year to add to prefunding balance		10,272
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14	Funding target attainment percentage	14	98.08 %
15	Adjusted funding target attainment percentage	15	98.08 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	82.52 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2012	1,107,680				
07/12/2012	1,107,680				
10/12/2012	1,107,680				
			Totals ► 18(b)	3,323,040	18(c) 0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	3,207,905

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] Yes [ ] No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	☐ N/A, full yield curve used
5.54 %	6.85 %	7.52 %	

b Applicable month (enter code)	21b	0
22 Weighted average retirement age	22	56

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☒ Yes	☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	☒ Yes	☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6)	31a	400,000
b Excess assets, if applicable, but not greater than line 31a	31b	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	2,060,083	1,436,706
b Waiver amortization installment	0	0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	1,836,706

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0

36 Additional cash requirement (line 34 minus line 35)	36	1,836,706
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	3,207,905

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	38a	1,371,199
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0
40 Unpaid minimum required contributions for all years	40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	42	0
43 Excess installment acceleration amount to be carried over to future plan years	43	0