

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**
SEC Accession No. **0001209191-06-002288**

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

WREN JOHN

CIK: **1247069**

Type: **4** | Act: **34** | File No.: **001-10551** | Film No.: **06514598**

Business Address
437 MADISON AVENUE
9TH FLOOR
NEW YORK NY 10022
2124153600

ISSUER

OMNICOM GROUP INC

CIK: **29989** | IRS No.: **131514814** | State of Incorporation: **NY** | Fiscal Year End: **1231**
SIC: **7311** Advertising agencies

Mailing Address
437 MADISON AVE
NEW YORK NY 10022

Business Address
437 MADISON AVE
NEW YORK NY 10022
2124153700

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person WREN JOHN			2. Issuer Name and Ticker or Trading Symbol OMNICOM GROUP INC [OMC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2006					
C/O OMNICOM GROUP INC., 437 MADISON AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) NEW YORK, NY 10022								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.15 per share	01/03/2006		M		200,000	A	\$19.72	566,690 ⁽¹⁾	D	
Common Stock, par value \$0.15 per share	01/03/2006		S		176,500	D	\$86.25	390,190 ⁽¹⁾	D	
Common Stock, par value \$0.15 per share	01/03/2006		S		13,300	D	\$86.26	376,890 ⁽¹⁾	D	
Common Stock, par value \$0.15 per share	01/03/2006		S		7,200	D	\$86.27	369,690 ⁽¹⁾	D	
Common Stock, par value \$0.15 per share	01/03/2006		S		1,900	D	\$86.28	367,790 ⁽¹⁾	D	
Common Stock, par value \$0.15 per share	01/03/2006		S		1,100	D	\$86.29	366,690 ⁽¹⁾	D	
Common Stock, par value \$0.15 per share								9,984.31	I	By 401(K) Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Amount or Number of Shares
Employee Stock	\$19.72	01/03/2006		M		200,000	(2)	02/27/2006	Common Stock	200,000	\$ 0	0	D	

