#### Edgar Filing: Robertson Andrew - Form 4

Robertson Andre Form 4	ew										
December 30, 20	008										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
Washington, D.C. 20549							N OMB Number:	3235-0287			
Check this box if no longer			Expires:	January 31, 2005							
subject to Section 16. Form 4 or		OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						average Irs per			
Form 5 obligations may continue. See Instruction 1(b).	Section 17(	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									
(Print or Type Respo	onses)										
1. Name and Address of Reporting Person <u>*</u> Robertson Andrew			2. Issuer Name <b>and</b> Ticker or Trading Symbol OMNICOM GROUP INC [OMC]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (1	Middle)					(Check all applicable)				
C/O OMNICON MADISON AV	3. Date of Earliest Transaction (Month/Day/Year) 12/29/2008				Director 10% Owner X Officer (give title Other (specify below) below) President/CEO BBDO Worldwide						
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
NEW YORK, N	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Tab	la I Non I	Dominativa	Socurities A	aquired Disposed	of or Donoficio	lly Owned		
1.Title of 2. Tr	ansaction Date nth/Day/Year)	-	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	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		
Damindan Danart a	n o comonata lina	for each al	and of and				an in dina atlas				
Reminder: Report of	n a separate fine			unities bene	Perso inform requir	ns who res nation cont ed to resp ys a curre	spond to the collection and in this form and unless the form ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A Disposed o (Instr. 3, 4, 5)	f (D)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 25.48	12/29/2008		А	500,000		<u>(1)</u>	12/29/2018	Common Stock, par value \$0.15 per share	500,00

## **Reporting Owners**

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other Robertson Andrew C/O OMNICOM GROUP INC. President/CEO BBDO Worldwide **427 MADISON AVENUE** NEW YORK, NY 10022

#### Signatures

/s/ Michael J. O'Brien. Attorney in Fact for Andrew Robertson

\*\*Signature of Reporting Person

## Explanation of Responses:

- If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

30% of the options are exercisable on December 29, 2009, the first anniversary of the grant date. 30% of the options are exercisable on

(1) December 29, 2010, the second anniversary of the grant date. The remaining 40% of the options are exercisable on December 29, 2011, the third anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

12/30/2008

Date