

DRU JEAN MARIE  
Form 4  
May 01, 2006

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 Responses)

1. Name and Address of Reporting Person \*  
DRU JEAN MARIE

2. Issuer Name and Ticker or Trading Symbol  
OMNICOM GROUP INC [OMC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
04/27/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President/CEO TBWA Worldwide

C/O OMNICOM GROUP INC., 437 MADISON AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

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	04/27/2006 <sup>(1)</sup>		S		933	D	\$ 90.62
Common Stock, par value \$0.15 per share	04/27/2006		S		700	D	\$ 90.63
Common Stock, par value \$0.15 per share	04/27/2006		S		100	D	\$ 90.64

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Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.65	62,403	D
Common Stock, par value \$0.15 per share	04/27/2006	S	900	D	\$ 90.66	61,503	D
Common Stock, par value \$0.15 per share	04/27/2006	S	100	D	\$ 90.67	61,403	D
Common Stock, par value \$0.15 per share	04/27/2006	S	400	D	\$ 90.68	61,003	D
Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.69	60,803	D
Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.7	60,603	D
Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.71	60,403	D
Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.72	60,203	D
Common Stock, par value \$0.15 per share	04/27/2006	S	2,100	D	\$ 90.75	58,103	D
Common Stock, par value \$0.15 per share	04/27/2006	S	700	D	\$ 90.76	57,403	D
Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.78	57,203	D
	04/27/2006	S	300	D		56,903	D

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Common Stock, par value \$0.15 per share					\$ 90.79		
Common Stock, par value \$0.15 per share	04/27/2006	S	1,100	D	\$ 90.8	55,803	D
Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.81	55,603	D
Common Stock, par value \$0.15 per share	04/27/2006	S	300	D	\$ 90.82	55,303	D
Common Stock, par value \$0.15 per share	04/27/2006	S	2,100	D	\$ 90.84	53,203	D
Common Stock, par value \$0.15 per share	04/27/2006	S	400	D	\$ 90.85	52,803	D
Common Stock, par value \$0.15 per share	04/27/2006	S	400	D	\$ 90.9	52,403	D
Common Stock, par value \$0.15 per share	04/27/2006	S	300	D	\$ 90.91	52,103	D
Common Stock, par value \$0.15 per share	04/27/2006	S	100	D	\$ 90.92	52,003	D
Common Stock, par value \$0.15 per share	04/27/2006	S	200	D	\$ 90.94	51,803	D
Common Stock, par value \$0.15 per share	04/27/2006	S	1,700	D	\$ 90.95	50,103	D
	04/27/2006	S	4,400	D		45,703	D

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Common Stock, par value \$0.15 per share					\$				
					90.96				
Common Stock, par value \$0.15 per share	04/27/2006		S	8,000	D	\$	37,703	D	
						90.97			
Common Stock, par value \$0.15 per share	04/27/2006		S	500	D	\$	37,203	D	
						90.98			
Common Stock, par value \$0.15 per share	04/27/2006		S	800	D	\$	36,406	D	
						90.99			
Common Stock, par value \$0.15 per share	04/27/2006		S	12,900	D	\$	23,503	D	
						91			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DRU JEAN MARIE C/O OMNICOM GROUP INC. 437 MADISON AVENUE NEW YORK, NY 10022			President/CEO TBWA Worldwide	

## Signatures

/s/ Michael J. O'Brien, Attorney in Fact for  
Jean-Marie Dru

05/01/2006

\_\_Signature of Reporting Person

Date

## 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).
- (1) This is the second of three Forms 4 filed on May 1, 2006, to report two option exercises and associated sales because all sales will not fit on one Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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