Love William Timothy Form 3 July 29, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Love William Timothy

(Last) (First) (Middle) Statement

(Month/Day/Year)

07/20/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

OMNICOM GROUP INC [OMC]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O OMNICOM GROUP INC., 437 MADISON

AVENUE

(Street)

Director

10% Owner

_X__ Officer Other (give title below) (specify below) Vice Chair OMC, CEO OMC **APIMA**

(Check all applicable)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

4. Nature of Indirect Beneficial

Form filed by More than One Reporting Person

NEW YORK. NYÂ 10022

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3.

Ownership

Ownership (Instr. 5)

Form: Direct (D) or Indirect

(I) (Instr. 5)

Common Stock, par value \$0.15 per share

49,631 (1)

Â D

Common Stock, par value \$0.15 per share

598.436

Ι By 401(K) Plan

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

4. Conversion

Ownership

6. Nature of Indirect Beneficial Ownership

or Exercise Form of (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	(2)	03/31/2019	Common Stock	50,000	\$ 23.4	D	Â
Employee Stock Option (right to buy)	(3)	07/01/2019	Common Stock	100,000	\$ 32.28	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
1 6	Director	10% Owner	Officer	Other	
Love William Timothy C/O OMNICOM GROUP INC. 437 MADISON AVENUE NEW YORK, NY 10022	Â	Â	Vice Chair OMC, CEO OMC APIMA	Â	

Signatures

/s/ Michael J. O'Brien, Attorney in Fact for William Timothy
Love 07/29/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Includes 16,000 shares of restricted stock awarded pursuant to Omnicom's incentive award plan, which are subject to forfeiture.
- (2) 30% of the employee stock option vested on March 31, 2010; 30% of the employee stock option is scheduled to vest on March 31, 2011; and the remaining 40% is scheduled to vest on March 31, 2012.
- (3) 30% of the employee stock option vested on July 1, 2010; 30% of the employee stock option is scheduled to vest on July 1, 2011; and the remaining 40% is scheduled to vest on July 1, 2012.

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.

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