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Hassall Christo Form 4	opher D										
August 17, 201	1										
e	Л								APPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB Number:	3235-0287		
Check this b if no longer								Expires:	January 31, 2005		
subject to Section 16. Form 4 or	STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES						Estimated	imated average den hours per		
Form 5 obligations may continu <i>See</i> Instruct 1(b).	e. Section 17(a	a) of the l	Public U	tility Hold	ling Con		nge Act of 1934, of 1935 or Secti 940				
(Print or Type Res	sponses)										
1. Name and Address of Reporting Person <u>*</u> Hassall Christopher D			2. Issuer Name and Ticker or Trading Symbol PROCTER & GAMBLE CO [PG]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (N	/liddle)	3. Date of Earliest Transaction				(Check all applicable)				
ONE PROCTI PLAZA	ER & GAMBL	E	(Month/D 08/17/2	•			Director X Officer (gi below) Global E		0% Owner ther (specify ns Ofcr		
	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
CINCINNATI	I, OH 45202						Person	More than One	Keporung		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Securities A	cquired, Disposed	of, or Benefici	ally Owned		
	. Transaction Date Month/Day/Year)	Execution any	n Date, if	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	(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 Beneficial Ownership (Instr. 4)		
Common Stock						(2) 1110	12,267.342 <u>(1)</u>	D			
Common Stock							17,753.8714	I	By Retirement Plan Trustees		
Common Stock							6,096.504	Ι	By Spouse		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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required to respond unless the form displays a currently valid OMB control number.

Date

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)	erivative Conversion (Month/Day/Year) ecurity or Exercise		3A. Deemed Execution Date any (Month/Day/Y	Cod		5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Сос	le V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting O	wners										
Repor	orting Owner N	Nama / Address	Relationships									
		Name / Audress	Director	10% Owne	er (Officer			Ot	her		
ONE PRO	hristopher I OCTER & C VATI, OH 4	GAMBLE PLAZA	Global External Relations Ofcr									
Signa	tures											
/s/ Kenne		burn, Attorney-in-	-Fact for CH	RISTOP	HER	. D.		08/17/201	1			

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**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).
- (1) Total includes grant of dividend equivalents on 8/15/11 in the form of RSUs settled in common stock.

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.

HASSALL