

ZADAK JAN
Form 3
July 26, 2011

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â ZADAK JAN | | (Month/Day/Year) | HEWLETT PACKARD CO [HPQ] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 07/21/2011 | | |
| C/O HEWLETT PACKARD COMPANY,Â 3000 HANOVER STREET | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | EVP, GS | |
| | | | 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 | |
| PALO ALTO,Â CAÂ 94304 | | | | |
| (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 Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 4,149 | D | Â |

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

SEC 1473 (7-02)

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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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|---------------------------|--------------|----------------------------|-------------------|---------------------------------------|---|
| Employee Stock Option (right to buy) | 06/02/2005 ⁽¹⁾ | 06/02/2012 ⁽²⁾ | Common Stock | 625 | \$ 21.215 | D | Â |
| Employee Stock Option (right to buy) | 11/30/2005 ⁽¹⁾ | 11/30/2012 ⁽²⁾ | Common Stock | 2,813 | \$ 19.975 | D | Â |
| Employee Stock Option (right to buy) | 04/14/2006 ⁽¹⁾ | 04/14/2013 ⁽²⁾ | Common Stock | 5,000 | \$ 21.765 | D | Â |
| Employee Stock Option (right to buy) | 01/23/2007 ⁽¹⁾ | 01/23/2014 ⁽²⁾ | Common Stock | 7,500 | \$ 31.5 | D | Â |
| Employee Stock Option (right to buy) | 11/27/2007 ⁽¹⁾ | 11/27/2014 ⁽²⁾ | Common Stock | 10,000 | \$ 39.035 | D | Â |
| Employee Stock Option (right to buy) | 01/18/2008 ⁽¹⁾ | 01/18/2015 ⁽²⁾ | Common Stock | 22,000 | \$ 42.27 | D | Â |
| Restricted Stock Units | Â ⁽⁴⁾ | Â ⁽⁴⁾ | Common Stock | 6,826.7652 | \$ ⁽³⁾ | D | Â |
| Restricted Stock Units | Â ⁽⁵⁾ | Â ⁽⁵⁾ | Common Stock | 6,785.1006 | \$ ⁽³⁾ | D | Â |
| Restricted Stock Units | Â ⁽⁶⁾ | Â ⁽⁶⁾ | Common Stock | 12,589.3831 | \$ ⁽³⁾ | D | Â |
| Restricted Stock Units | Â ⁽⁷⁾ | Â ⁽⁷⁾ | Common Stock | 20,066.2983 | \$ ⁽³⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| ZADAK JAN C/O HEWLETT PACKARD COMPANY 3000 HANOVER STREET PALO ALTO, CA 94304 | Â | Â | Â EVP, GS | Â |

Signatures

/s/ David Ritenour as Attorney-in-Fact for Jan Zadak

07/26/2011

 **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) This option became exercisable in four equal annual installments beginning on this date.

(2) This option is no longer exercisable beginning on this date.

(3) Each restricted stock unit represents a contingent right to receive one share of HP common stock.

(4) On 07/23/08 the reporting person was granted 20,000 restricted stock units ("RSUs"), 6,666 of which vested on 07/23/09, 6,667 of which vested on 07/23/10, and 6,667 of which will vest on 07/23/11. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of units reported includes dividend equivalent rights accrued but not released since the grant date.

(5) On 05/13/09 the reporting person was granted 20,000 restricted stock units ("RSUs"), 6,666 of which vested on 05/13/10, 6,667 of which vested on 05/13/11, and 6,667 of which will vest on 05/13/12. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of units reported includes dividend equivalent rights accrued but not released since the grant date.

(6) On 12/10/10 the reporting person was granted 12,500 restricted stock units ("RSUs"), 4,166 of which will vest on 12/10/11, 4,167 of which will vest on 12/10/12, and 4,167 of which will vest on 12/10/13. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of units reported includes dividend equivalent rights accrued but not released since the grant date.

(7) On 05/26/11 the reporting person was granted 20,000 restricted stock units ("RSUs"), 6,666 of which will vest on 05/26/12, 6,667 of which will vest on 05/26/13, and 6,667 of which will vest on 05/26/14. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of units reported includes dividend equivalent rights accrued but not released since 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.

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