

REINER GARY M  
Form 4  
April 24, 2012

**FORM 4**

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

OMB APPROVAL

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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 \*  
REINER GARY M

(Last) (First) (Middle)

C/O HEWLETT-PACKARD  
COMPANY, 3000 HANOVER  
STREET

(Street)

PALO ALTO, CA 94304

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
HEWLETT PACKARD CO [HPQ]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/20/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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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 Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Underlying |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|-------------------------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|-------------------------|

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| Security<br>(Instr. 3)                        | or Exercise<br>Price of<br>Derivative<br>Security | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | (Month/Day/Year) | (Instr. 3 and |                  |                 |                 |
|---|---|-------------------------|--------------------|--|------------------|---------------|------------------|-----------------|-----------------|
|   |   |                         | Code               | V  | (A)              | (D)           | Date Exercisable | Expiration Date | Title           |
| Nonemployee<br>Stock Option<br>(Right to Buy) | \$ 24.51  | 04/20/2012              | A                  |  | 23,747<br>(1)    |               | 04/20/2013(2)    | 04/20/2022(3)   | Common<br>Stock |
| Restricted<br>Stock Units                     | (4)   | 04/20/2012              | A                  |  | 5,610            |               | (5)              | (5)             | Common<br>Stock |
| Restricted<br>Stock Units                     | (4)   | 04/25/2011              | A                  |  | 61,112           |               | (6)              | (6)             | Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| REINER GARY M<br>C/O HEWLETT-PACKARD COMPANY<br>3000 HANOVER STREET<br>PALO ALTO, CA 94304 | X             |           |         |       |

## Signatures

/s/ David Ritenour as Attorney-in-Fact for Gary M. Reiner 04/24/2012

\_\_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) These options were acquired under the Issuer's Amended and Restated 2004 Stock Incentive Plan.
- (2) This option will cliff vest and become exercisable beginning on this date.
- (3) This option is no longer exercisable beginning on this date.
- (4) Each restricted stock unit represents a contingent right to receive one share of HP common stock.
- (5) On 04/20/12 the Reporting Person was granted 5,610 restricted stock units ("RSUs"), all of which will cliff vest on 04/20/13. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock.
- (6) As previously reported, on 04/25/11 the Reporting Person was granted 3,393 restricted stock units ("RSUs"), all of which will cliff vest on 04/25/12. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 61.1120 dividend equivalent rights being reported reflect 11.2475 dividend equivalent rights at \$36.20 per RSU credited to the Reporting Person's account on 07/06/11; 17.0645 dividend equivalent rights at \$23.86 per RSU credited to the Reporting Person's account on 10/05/11; 15.2953 dividend equivalent rights at \$26.62 per RSU credited to the Reporting Person's account on 01/04/12; and 17.5047 dividend equivalent rights at \$23.26 per RSU credited to the Reporting Person's account on 04/04/12.

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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