### Edgar Filing: PROCTER & GAMBLE Co - Form 4

PROCTER & GAMBLE Co Form 4 November 18, 2014 <b>FORM 4</b> <b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> <b>Washington, D.C. 20549</b> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).							APPROVAL 3235-0287 January 31, 2005 d average burs per 0.5	
(Print or Type R	Responses)							
1. Name and Address of Reporting Person <u>*</u> Biegger Mark F		Symbol	er Name <b>and</b> Ticker o TER & GAMBLE		5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) ONE PROCTER & GAMBLE PLAZA		(Month/	of Earliest Transaction /Day/Year) 2014	(Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) Chief Human Resources Officer				
CINCINNA	(Street) TI, OH		nendment, Date Origin onth/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>				
(City)	(State) (2	Zip) Tal	ble I - Non-Derivative	e Securities A	cquired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any	Code Dispose (Instr. 8) (Instr. 3)	d (A) or d of (D) , 4 and 5) (A) or	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			Code V Amount	(D) Price	13,924.235 <u>(1)</u>	D		
Stock Common Stock						I	By Retirement Plan Trustees	
Common Stock					7	Ι	By son Noah	

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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11/18/2014

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		onDerivative		Derivative Expiration Date ecurities (Month/Day/Year) acquired (A) r Disposed of D) funstr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. De Se (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	11/17/2014		А	V	11.231		(3)	(3)	Common Stock	11.231	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Biegger Mark F ONE PROCTER & GAMBLE PLAZA CINCINNATI, OH			Chief Human Resources Officer					
Signatures								
la Candua T. Lana Attauran In Fast for								

/s/ Sandra T. Lane, Attorney-In-Fact for MARK F. BIEGGER

\*\*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 November 17, 2014 in the form of Restricted Stock Units (RSU's) settled in common stock.
- (2) Dividend equivalents in the form of Retirement RSU's previously awarded pursuant to Issuer's retirement program. All such RSU's represent a contingent right to receive Procter & Gamble common stock or cash settlement.
- (3) These units will deliver in shares or cash settlement on retirement from the company, unless delivery is deferred or such shares are contributed to reporting person's deferred compensation account.

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.