

PROCTER & GAMBLE Co  
Form 3  
July 10, 2014

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

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
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 <b>and</b> Ticker or Trading Symbol |  |
| Â Stevenson Shannan                       |         | (Month/Day/Year)                     | PROCTER & GAMBLE Co [PG]                           |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         | 07/01/2014                           |  |  |
| ONE PROCTER & GAMBLE PLAZA                |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
|   |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| CINCINNATI, Â OH Â 45202                  |         |                                      | (give title below)                                 | (specify below)  |
| (City)                                    | (State) | (Zip)                                | President - Greater China                          |  |
|   |         |                                      |  | 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  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 24,832   | D   | Â  |

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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|---|--|
|---|---|--|--|---|--|

Edgar Filing: PROCTER & GAMBLE Co - Form 3

|  | Date<br>Exercisable | Expiration<br>Date |              | Amount or<br>Number of<br>Shares |               | or Indirect<br>(I)<br>(Instr. 5) |   |
|--|---------------------|--------------------|--------------|----------------------------------|---------------|----------------------------------|---|
| Stock Option (Right to Buy)                    | 09/15/2003          | 09/15/2015         | Common Stock | 13,160                           | \$ 31.0118    | D                                | Â |
| Stock Option (Right to Buy)                    | 09/24/2004          | 09/24/2016         | Common Stock | 12,224                           | \$ 34.5688    | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2008          | 02/28/2015         | Common Stock | 16,835                           | \$ 53.595     | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2009          | 02/28/2016         | Common Stock | 17,140                           | \$ 60.5       | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2010          | 02/28/2017         | Common Stock | 20,401                           | \$ 63.49      | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2011          | 02/28/2018         | Common Stock | 25,447                           | \$ 66.18      | D                                | Â |
| Stock Option (Right to Buy)                    | 02/27/2012          | 02/27/2019         | Common Stock | 41,841                           | \$ 48.17      | D                                | Â |
| Stock Option (Right to Buy)                    | 02/26/2013          | 02/26/2020         | Common Stock | 35,234                           | \$ 63.28      | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2014          | 02/28/2021         | Common Stock | 39,652                           | \$ 63.05      | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2015          | 02/28/2022         | Common Stock | 25,919                           | \$ 67.52      | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2016          | 02/28/2023         | Common Stock | 29,536                           | \$ 76.18      | D                                | Â |
| Stock Option (Right to Buy)                    | 02/28/2017          | 02/28/2024         | Common Stock | 60,387                           | \$ 78.66      | D                                | Â |
| Restricted Stock Units <u>(1)</u> Â <u>(2)</u> |                     | Â <u>(2)</u>       | Common Stock | 337.567                          | \$ <u>(1)</u> | D                                | Â |
| Restricted Stock Units <u>(3)</u> Â <u>(2)</u> |                     | Â <u>(2)</u>       | Common Stock | 957.57                           | \$ <u>(3)</u> | D                                | Â |
| Restricted Stock Units <u>(3)</u> Â <u>(2)</u> |                     | Â <u>(2)</u>       | Common Stock | 905.219                          | \$ <u>(3)</u> | D                                | Â |
| Restricted Stock Units <u>(4)</u> Â <u>(2)</u> |                     | Â <u>(2)</u>       | Common Stock | 669.753                          | \$ <u>(4)</u> | D                                | Â |
| Restricted Stock Units <u>(4)</u> Â <u>(2)</u> |                     | Â <u>(2)</u>       | Common Stock | 562.169                          | \$ <u>(4)</u> | D                                | Â |
| Restricted Stock Units <u>(5)</u> Â <u>(2)</u> |                     | Â <u>(2)</u>       | Common Stock | 687.391                          | \$ <u>(5)</u> | D                                | Â |
| Restricted Stock Units <u>(5)</u> Â <u>(2)</u> |                     | Â <u>(2)</u>       | Common Stock | 563.619                          | \$ <u>(5)</u> | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| Stevenson Shannan<br>ONE PROCTER & GAMBLE PLAZA<br>CINCINNATI, OH 45202 | Â             | Â         | Â President - Greater China | Â     |

## Signatures

/s/ Sandra T. Lane, attorney-in-fact for Shannan  
Stevenson

07/10/2014

\_\_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) Retirement award granted on 8/5/2010 in the form of Restricted Stock Units which represent a contingent right to receive Procter & Gamble common stock or cash settlement. Amount and price computed per benefit formula for plan year ended 6/30/2010.
  - (2) 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.
  - (3) Retirement award granted on 8/4/2011 in the form of Restricted Stock Units which represent a contingent right to receive Procter & Gamble common stock or cash settlement. Amount and price computed per benefit formula for plan year ended 6/30/2011.
  - (4) Retirement award granted on 8/2/2012 in the form of Restricted Stock Units which represent a contingent right to receive Procter & Gamble common stock or cash settlement. Amount and price computed per benefit formula for plan year ended 6/30/2012.
  - (5) Retirement award granted on 8/1/2013 in the form of Restricted Stock Units which represent a contingent right to receive Procter & Gamble common stock or cash settlement. Amount and price computed per benefit formula for plan year ended 6/30/2013.

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.