

PROCTER & GAMBLE Co
Form 3
July 10, 2014

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

OMB APPROVAL

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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 Stevenson Shannan		(Month/Day/Year)	PROCTER & GAMBLE Co [PG]	
(Last)	(First)	(Middle)	07/01/2014	
ONE PROCTER & GAMBLE PLAZA			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
CINCINNATI, Â OH Â 45202			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			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 (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	24,832	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 Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (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 ONE PROCTER & GAMBLE PLAZA 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.