

PROCTER & GAMBLE CO
Form 3
August 06, 2008

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 *

Â Pritchard Marc S.
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
08/01/2008

3. Issuer Name and Ticker or Trading Symbol
PROCTER & GAMBLE CO [PG]

4. Relationship of Reporting Person(s) to Issuer

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

ONE PROCTER & GAMBLE PLAZA

(Street)

CINCINNATI, OH 45202

(City) (State) (Zip)

(Check all applicable)

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

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 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)

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	54,786.9425	D	Â
Common Stock	17,970.2568	I	By Retirement Plan Trustees
Common Stock	602	I	By Wife
Common Stock	107.032	I	By Daughter ACP ⁽¹⁾
Common Stock	107.032	I	By Daughter NJP ⁽¹⁾
Common Stock	107.032	I	By Daughter CEP ⁽¹⁾

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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	07/09/2002	07/09/2014	Common Stock	4,916	\$ 42.7329	D	Â
Stock Option (Right to Buy)	02/26/2002	02/26/2014	Common Stock	14,140	\$ 44.2656	D	Â
Stock Option (Right to Buy)	09/15/2002	09/15/2014	Common Stock	35,282	\$ 49.4759	D	Â
Stock Option (Right to Buy)	09/15/2003	09/15/2015	Common Stock	84,606	\$ 31.0118	D	Â
Stock Option (Right to Buy)	07/10/2003	07/10/2015	Common Stock	14,578	\$ 27.4459	D	Â
Stock Option (Right to Buy)	09/15/2003	09/15/2015	Common Stock	12,516	\$ 31.0118	D	Â
Stock Option (Right to Buy)	09/24/2004	09/24/2016	Common Stock	89,098	\$ 34.5688	D	Â
Stock Option (Right to Buy)	09/13/2005	09/13/2012	Common Stock	81,640	\$ 45.6625	D	Â
Stock Option (Right to Buy)	02/27/2007	02/27/2014	Common Stock	34,038	\$ 51.415	D	Â
Stock Option (Right to Buy)	02/27/2007	02/27/2014	Common Stock	68,074	\$ 51.415	D	Â
Stock Option (Right to Buy)	02/28/2008	02/28/2015	Common Stock	55,976	\$ 53.595	D	Â
Stock Option (Right to Buy)	02/28/2009	02/28/2016	Common Stock	45,455	\$ 60.5	D	Â
Stock Option (Right to Buy)	02/28/2010	02/28/2017	Common Stock	47,252	\$ 63.49	D	Â
Stock Option (Right to Buy)	02/28/2011	02/28/2018	Common Stock	46,842	\$ 66.18	D	Â
Series A Preferred Stock	Â <u>(2)</u>	Â <u>(2)</u>	Common Stock	9,526.5045	\$ <u>(3)</u>	I	By Retirement Plan Trustees

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pritchard Marc S. ONE PROCTER & GAMBLE PLAZA CINCINNATI, OH 45202	^	^	^ Global Marketing Officer	^

Signatures

/s/ Jason P. Muncy, Attorney-In-Fact for MARC S.
PRITCHARD

08/06/2008

__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) M. Pritchard custodian for Daughter under the Uniform Gift to Minors Act.
 - (2) Shares held by Retirement Plan Trustees. If officer terminates employment and elects distribution of shares, or, if after age 50 elects alternative investment within Plan, Preferred Stock converted/redeemed at specified conversion/exercise price.
 - (3) Series A Preferred Stock allocated to officer's Retirement Plan account pursuant to Retirement Plan provisions.

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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