

PROCTER & GAMBLE Co
Form 3
January 09, 2015

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)

| | | | | | |
|---|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Schomburger Jeffrey K</p> <p>(Last) (First) (Middle)</p> <p>ONE PROCTER & GAMBLE PLAZA</p> <p>(Street)</p> <p>CINCINNATI, Â OHÂ 45202</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2015</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>PROCTER & GAMBLE Co [PG]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Global Sales Officer, CBD</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|---|

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 | 26,932.583 | D | Â |
| Common Stock | 20,596.9838 | I | By Retirement Plan Trustees |

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 | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------------------|---------------------|--------------------|--------------|----------------------------------|------------------------|---|---|
| Stock Option (Right to Buy) | 02/28/2009 | 02/28/2016 | Common Stock | 29,753 | \$ 60.5 | D | Â |
| Restricted Stock Units <u>(1)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 806.512 | \$ <u>(1)</u> | D | Â |
| Stock Option (Right to Buy) | 02/28/2010 | 02/28/2017 | Common Stock | 36,227 | \$ 63.49 | D | Â |
| Restricted Stock Units <u>(3)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 792.949 | \$ <u>(3)</u> | D | Â |
| Stock Option (Right to Buy) | 02/28/2011 | 02/28/2018 | Common Stock | 37,776 | \$ 66.18 | D | Â |
| Restricted Stock Units <u>(4)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 871.513 | \$ <u>(4)</u> | D | Â |
| Stock Option (Right to Buy) | 02/27/2012 | 02/27/2019 | Common Stock | 47,748 | \$ 48.17 | D | Â |
| Restricted Stock Units <u>(5)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 1,192.921 | \$ <u>(5)</u> | D | Â |
| Stock Option (Right to Buy) | 02/26/2013 | 02/26/2020 | Common Stock | 41,088 | \$ 63.28 | D | Â |
| Restricted Stock Units <u>(6)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 1,052.815 | \$ <u>(6)</u> | D | Â |
| Stock Option (Right to Buy) | 02/28/2014 | 02/28/2021 | Common Stock | 47,582 | \$ 63.05 | D | Â |
| Restricted Stock Units <u>(7)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 1,081.111 | \$ <u>(7)</u> | D | Â |
| Stock Option (Right to Buy) | 02/28/2015 | 02/28/2022 | Common Stock | 51,837 | \$ 67.52 | D | Â |
| Restricted Stock Units <u>(8)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 1,157.489 | \$ <u>(8)</u> | D | Â |
| Stock Option (Right to Buy) | 02/28/2016 | 02/28/2023 | Common Stock | 59,071 | \$ 76.18 | D | Â |
| Restricted Stock Units <u>(9)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 930.823 | \$ <u>(9)</u> | D | Â |
| Restricted Stock Units <u>(10)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 905.592 | \$ <u>(10)</u> | D | Â |
| Stock Option (Right to Buy) | 09/15/2017 | 09/15/2024 | Common Stock | 28,081 | \$ 83.87 | D | Â |
| | Â <u>(11)</u> | Â <u>(11)</u> | | 9,037.7566 | \$ <u>(11)</u> | I | |

Series A Preferred
StockCommon
StockBy Retirement
Plan Trustees

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schomburger Jeffrey K ONE PROCTER & GAMBLE PLAZA CINCINNATI, OH 45202 | Â | Â | Â Global Sales Officer, CBD | Â |

Signatures

/s/ Sandra T. Lane, attorney-in-fact for Mr.
Schomburger

01/09/2015

__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 8/3/2006 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 6/30/2006.
 - (2) These units will deliver in shares 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 8/2/2007 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 6/30/2007.
 - (4) Retirement award granted on 8/7/2008 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 6/30/2008.
 - (5) Retirement award granted on 8/6/2009 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 6/30/2009.
 - (6) 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.
 - (7) 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.
 - (8) 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.
 - (9) 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.
 - (10) Retirement award granted on 8/7/2014 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 6/30/2014.
 - (11) Series A Preferred Stock allocated to Officer's Retirement Plan Account pursuant to formula award provision.

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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