#### PROCTER & GAMBLE Co

Form 4 July 01, 2015

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

Stock

(Print or Type Responses)

LAFLEY ALAN G

1. Name and Address of Reporting Person \*

LAFLE		Symbol PROCTER & GAMBLE Co [PG]					(Cl. 1. II. II. II.)						
(Last)	(First)			of Earliest				(Chec	k all applicab	le)			
ONE PR		(Month/Day/Year) 06/30/2015					_X_ Director 10% Owner Specify Delow) COB, Pres. & CEO						
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check						
CINCIN		Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	e Sec	urities Acc	Acquired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)	(Month/Day/Year)	Fransaction Date 2A. Deeme onth/Day/Year) Execution I any (Month/Day			Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)  y/Year) (Instr. 8)  (A) or Code V Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)				
Commo: Stock	n 06/30/2015			F	6,872 (1)	D	\$ 78.495	568,530.5946	D				
Commo	n							247,359	I	AGL Revocable Trust (2)			
Commo	n							10,984.7665	I	By Spouse, DSS Revocable Trust (3)			
Commo	n							3,798.2357	I	Ву			

Retirement

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Plan Trustees

By

Common Stock

10,513.1118

Plan Trustees, By Spouse

Retirement

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474 (9-02)

9. Nu

Deriv

Secu

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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)	4. Transacti Code (Instr. 8)	5. tionNumber of ) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ re			le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

**Relationships** Reporting Owner Name / Address

> Director 10% Owner Officer Other

LAFLEY ALAN G

ONE PROCTER AND GAMBLE PLAZA X COB, Pres. & CEO

CINCINNATI, OH 45202

**Signatures** 

/s/ Sandra T. Lane, attorney-in-fact for Alan G. 07/01/2015 Lafley

> \*\*Signature of Reporting Person Date

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# **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) Shares withheld to cover taxes on previous Restricted Stock Unit grant.
- (2) A.G. Lafley Revocable Trust, U/A dated January 10, 1990, A.G. Lafley, Trustee.
- (3) Diana Shaheen Revocable Trust, U/A dated May 16, 2012, Diana Sue Shaheen Trustee.

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.