#### PROCTER & GAMBLE CO

Form 4

November 29, 2007

# FORM 4

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

OMB 3235-0287 Number:

Expires:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, 2005

Form 4 or Form 5 obligations Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Estimated average burden hours per 0.5 response...

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Add<br>CLOYD G G | •          | rting Person * | 2. Issuer Name and Ticker or Trading<br>Symbol<br>PROCTER & GAMBLE CO [PG] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |  |
|------------------------------|------------|----------------|--|--|--|--|--|
| (Last)                       | (First)    | (Middle)       | 3. Date of Earliest Transaction  | (Check all applicable)   |  |  |  |
| ONE PROCTER AND GAMBLE PLAZA |            |                | (Month/Day/Year)<br>11/28/2007   | Director 10% Owner _X_ Officer (give title Other (specify below) Chief Technology Officer            |  |  |  |
| (Street)                     |            |                | 4. If Amendment, Date Original   | 6. Individual or Joint/Group Filing(Check  |  |  |  |
| CINCINNAT                    | T, OH 4520 | )2             | Filed(Month/Day/Year)  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |

| (City)                               | (State)                                 | (Zip) Tab   | ole I - Non-                            | Derivativ                      | e Secu    | rities Acc  | quired, Disposed  | of, or Benefic | ially Owned   |  |
|--------------------------------------|---|---|---|--------------------------------|-----------|-------------|---|----------------|---|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securion(A) or D (Instr. 3, | ispose    | d of (D)    | 5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) |                | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |
|                                      |   |   | Code V                                  | Amount                         | or<br>(D) | Price       | (Instr. 3 and 4)  | (IIIsu: +)     |   |  |
| Common<br>Stock                      | 11/28/2007                              |   | S                                       | 3,800                          | D         | \$<br>73.71 | 239,868.137   | D              |   |  |
| Common<br>Stock                      | 11/28/2007                              |   | S                                       | 1,901                          | D         | \$ 73.7     | 237,967.137   | D              |   |  |
| Common<br>Stock                      | 11/28/2007                              |   | S                                       | 9,299                          | D         | \$<br>73.69 | 228,668.137   | D              |   |  |
| Common<br>Stock                      |   |   |   |                                |           |             | 68,121.2559<br>(1)  | I              | By<br>Retirement<br>Plan<br>Trustees                  |  |
|                                      |   |   |   |                                |           |             | 1,695   | I              | By Wife   |  |

#### Edgar Filing: PROCTER & GAMBLE CO - Form 4

Common Stock

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transa<br>Code<br>(Instr. |   | 5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                                  |
|---|---|---|---|---------------------------------|---|---|-----|--|--------------------|---|----------------------------------|
|   |   |   |   | Code                            | V | (A)   | (D) | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount or<br>Number of<br>Shares |
| Series A<br>Preferred<br>Stock                      | \$ 0 (2)  | 09/30/2007(3)                           |   | A                               | V | 300.4566  |     | <u>(4)</u>   | <u>(4)</u>         | Common<br>Stock   | 300.4566                         |

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CLOYD G GILBERT ONE PROCTER AND GAMBLE PLAZA CINCINNATI, OH 45202

Chief Technology Officer

### **Signatures**

Jason P. Muncy as Attorney-In-Fact for G. GILBERT CLOYD

11/29/2007

Date

\*\*Signature of Reporting Person

## **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) Balance as of 9/30/2007.
- (2) Higher of \$6.82 (adjusted for 2-for-1 stock split effective May 21, 2004) or market price of Common Stock.
- (3) Series A Preferred Stock allocated to officer's Retirement Plan Account pursuant to formula award provision for the period 7/1/07 through 9/30/07.

Reporting Owners 2

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- (4) 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.
- (5) 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. 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.