

PROCTER & GAMBLE CO
Form 3
June 04, 2008

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 Brown Bruce		(Month/Day/Year)	PROCTER & GAMBLE CO [PG]	
(Last)	(First)	(Middle)	06/01/2008	
			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
ONE PROCTER AND GAMBLE PLAZA			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
CINCINNATI, OH 45202			(give title below)	(specify below)
(City)	(State)	(Zip)	Chief Technology Officer	
			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	3,807.926	D	Â
Common Stock	21,259.459	I	By Retirement Plan Trustees
Common Stock	30	I	By Spouse

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
---------------------------------	--	--	---------------	--------------	--

Edgar Filing: PROCTER & GAMBLE CO - Form 3

(Instr. 4)	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Series A Preferred Stock	Â (1)	Â (1)	Common Stock	9,497.806	\$ (2)	I	By Retirement Plan Trustees
Stock Option (Right to Buy)	02/26/2002	02/26/2014	Common Stock	3,550	\$ 44.2656	D	Â
Stock Option (Right to Buy)	09/15/2002	09/15/2014	Common Stock	9,062	\$ 49.4759	D	Â
Stock Option (Right to Buy)	09/15/2003	09/15/2015	Common Stock	24,142	\$ 31.0118	D	Â
Stock Option (Right to Buy)	09/24/2004	09/24/2016	Common Stock	28,976	\$ 34.5688	D	Â
Stock Option (Right to Buy)	09/13/2005	09/13/2012	Common Stock	29,518	\$ 45.6625	D	Â
Stock Option (Right to Buy)	02/27/2007	02/27/2014	Common Stock	41,496	\$ 51.415	D	Â
Stock Option (Right to Buy)	02/28/2008	02/28/2015	Common Stock	37,990	\$ 53.595	D	Â
Stock Option (Right to Buy)	02/28/2009	02/28/2016	Common Stock	37,685	\$ 60.5	D	Â
Stock Option (Right to Buy)	02/28/2010	02/28/2017	Common Stock	47,327	\$ 63.49	D	Â
Stock Option (Right to Buy)	02/28/2011	02/28/2018	Common Stock	51,978	\$ 66.18	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Bruce ONE PROCTER AND GAMBLE PLAZA CINCINNATI, OH 45202	Â	Â	Â Chief Technology Officer	Â

Signatures

/s/ Jason P. Muncy, Attorney-In-Fact for Bruce Brown 06/04/2008

__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) 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.
- (2) 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.