

PROCTER & GAMBLE Co
Form 3
July 11, 2013

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 *		2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol	
Â Martin Riant		07/01/2013	PROCTER & GAMBLE Co [PG]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
ONE PROCTER & GAMBLE PLAZA			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
CINCINNATI, Â OH Â 45202			<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(City)	(State)	(Zip)	GrpPresGlobalBabyFemFamilyCare	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	81,922.425	D	Â
Common Stock	6,513.1453	I	By Retirement Plan Trustees
Common Stock	686	I	Martin Riant & Fiona R. Riant Trust ⁽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)

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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	3,368	\$ 42.7329	D	Â
Stock Option (Right to Buy)	09/15/2002	09/15/2014	Common Stock	14,638	\$ 49.4759	D	Â
Stock Option (Right to Buy)	09/15/2003	09/15/2015	Common Stock	12,860	\$ 31.0118	D	Â
Stock Option (Right to Buy)	09/24/2004	09/24/2016	Common Stock	41,570	\$ 34.5688	D	Â
Stock Option (Right to Buy)	02/28/2008	02/28/2015	Common Stock	51,311	\$ 53.595	D	Â
Stock Option (Right to Buy)	09/15/2008	09/15/2015	Common Stock	22,383	\$ 55.405	D	Â
Stock Option (Right to Buy)	02/28/2009	02/28/2016	Common Stock	53,720	\$ 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	24,933	\$ 66.18	D	Â
Stock Option (Right to Buy)	02/27/2012	02/27/2019	Common Stock	36,330	\$ 48.17	D	Â
Stock Option (Right to Buy)	02/26/2013	02/26/2020	Common Stock	37,532	\$ 63.28	D	Â
Stock Option (Right to Buy)	02/28/2014	02/28/2021	Common Stock	47,582	\$ 63.05	D	Â
Stock Option (Right to Buy)	09/15/2014	09/15/2021	Common Stock	36,283	\$ 62.78	D	Â
Stock Option (Right to Buy)	02/28/2015	02/28/2022	Common Stock	48,134	\$ 67.52	D	Â
Stock Option (Right to Buy)	09/14/2015	09/14/2022	Common Stock	87,683	\$ 69.16	D	Â
Stock Option (Right to Buy)	02/28/2016	02/28/2023	Common Stock	52,508	\$ 76.18	D	Â
Restricted Stock Units <u>(2)</u>	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	1,818.766	\$ <u>(2)</u>	D	Â

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Restricted Stock Units (4)	Â (3)	Â (3)	Common Stock	1,666.218	\$ (4)	D	Â
Restricted Stock Units (5)	Â (3)	Â (3)	Common Stock	1,809.708	\$ (5)	D	Â
Restricted Stock Units (6)	Â (3)	Â (3)	Common Stock	2,047.974	\$ (6)	D	Â
Restricted Stock Units (7)	Â (3)	Â (3)	Common Stock	704.496	\$ (7)	D	Â
Restricted Stock Units (8)	Â (3)	Â (3)	Common Stock	1,220.801	\$ (8)	D	Â
Restricted Stock Units (9)	Â (3)	Â (3)	Common Stock	1,282.132	\$ (9)	D	Â
Restricted Stock Units (10)	Â (3)	Â (3)	Common Stock	1,252.302	\$ (10)	D	Â
Restricted Stock Units (11)	Â (3)	Â (3)	Common Stock	1,352.945	\$ (11)	D	Â
Series A Preferred Stock	Â (12)	Â (12)	Common Stock	2,143.2427	\$ (12)	I	By Retirement Plan Trustees

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Martin Riant ONE PROCTER & GAMBLE PLAZA CINCINNATI, OH 45202	Â	Â	Â	GrpPresGlobalBabyFemFamilyCare Â

Signatures

/s/ Sandra T. Lane, attorney-in-fact for Martin Riant 07/11/2013

**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) Martin Riant & Fiona R. Riant Revocable Trust U/A Dated 4/7/05.
 - (2) 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.
 - (3) These units will deliver in shares or cash settlement on retirement from the company, unless delivery is deferred or such shares are contributed to reporting person's deferred compensation account.
 - (4) 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.
 - (5) 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.

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- (6) 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.
- (7) Retirement award granted on 12/1/2005 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 6/30/2005.
- (8) Retirement award on 8/4/2005 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 6/30/2005.
- (9) Retirement award 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.
- (10) Retirement award 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.
- (11) Retirement award 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.
- (12) 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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