Edgar Filing: Wilderotter Mary Agnes - Form 4

Wilderotter M	fary Agnes											
Form 4												
October 14, 2												
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								r	PPROVAL			
Washington, D.C. 20549									OMB Number:	3235-0287		
Check this box if no longer subject to Section 16.									Expires:	January 31, 2005		
				GES IN BENEFICIAL OWN SECURITIES				NERSHIP OF	Estimated a			
									burden hou	•		
Form 4 or Form 5		sugnt to S	ection 16	$\delta(a)$ of the	Securiti	es Fr	cchand	ge Act of 1934,	response	0.5		
obligation	^s Section $17($						-	of 1935 or Sectio	n			
may contin <i>See</i> Instruc 1(b).	nue.			vestment (•	• •			-			
(Print or Type R	esponses)											
Wilderotter Mary Agnes Symbol			Symbol	er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
			PROCTER & GAMBLE CO [PG]					(Check all applicable)				
(Last)	(First) (1			Date of Earliest Transaction				_X_ Director	10%	o Owner		
3 HIGH RIDGE PARK 1 (Street) 4			(Month/Day/Year) 10/12/2010					Officer (give titleOther (specify below) below)				
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)				
STAMFORD, CT 06905								_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	I Non D	onivotivo S	loouni	tion A a	quired, Disposed of	f or Ponoficial	lly Owned		
	· · · · · · · ·						ues Ac			-		
1.Title of Security	2. Transaction Dat (Month/Day/Year)					r		6. Ownership Form: Direct	7. Nature of Indirect			
(Instr. 3)	(1101101,200),1001	any		Code Disposed of (D))		(D) or	Beneficial		
		(Month/E	Day/Year)	(Instr. 8) (Instr. 3, 4 and 5)			Indirect (I)	Ownership				
						(A)		Following Reported Transaction(s)	(Instr. 4)	(Instr. 4)		
-				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	10/12/2010			А	2,580	А	\$ 0 (1)	4,829.789 <u>(2)</u>	D			

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Wilderotter Mary Agnes - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactiv Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title : Amount Underly Securitic (Instr. 3	t of ring es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	o N o	r Jumber		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Wilderotter Mary Agnes								
3 HIGH RIDGE PARK	Х							
STAMFORD, CT 06905								
Signatures								

/s/ Kenneth L. Blackburn, attorney-in-fact for Ms. Wilderotter

**Signature of Reporting Person

Date

10/13/2010

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) Restricted Stock Units (RSUs) awarded pursuant to Issuer's 2003 Non-Employee Directors' Stock Plan.
- Total includes grant of dividend equivalents in the form of RSUs since November 16, 2009, pursuant to issuer's 2003 Non-Employee (2) Directors' Stock Plan.

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.