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HEWLETT PACKARD CO  
Form 13F-HR/A  
April 16, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
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FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2002

Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one.):

is a restatement

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Hewlett-Packard Company  
Address: 3000 Hanover Street  
MS 1050  
Palo Alto CA 94304

Form 13F File Number: 028-02187

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Charles N. Charnas  
Title: Assistant Secretary  
Phone: 650-857-6162

Signature, Place, and Date of Signing:

/s/ Charles N. Charnas                      Palo Alto, CA                      April 16, 2002  
[Signature]                                      [City, State]                      [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

