

PROCTER & GAMBLE CO
Form 3
July 08, 2008

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 *

SHIRLEY EDWARD D
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/01/2008

3. Issuer Name and Ticker or Trading Symbol
PROCTER & GAMBLE CO [PG]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Vice Chair-Global Beauty

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ONE PROCTER & GAMBLE PLAZA

(Street)

CINCINNATI, OH 45202

(City) (State) (Zip)

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)

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	41,870.743	D	
Common Stock	21,152.3243	I	By Retirement Plan Trustees
Common Stock	98.1089	I	By Child, KMS
Common Stock	50.0743	I	By Child, KAS
Common Stock	49.3292	I	By Child, AES

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)	07/15/2002	07/15/2009	Common Stock	2,077	\$ 48.1436	D	Â
Stock Option (Right to Buy)	02/15/2004	02/15/2011	Common Stock	31,096	\$ 33.0103	D	Â
Stock Option (Right to Buy)	06/20/2005	06/20/2012	Common Stock	85,010	\$ 36.4923	D	Â
Stock Option (Right to Buy)	06/17/2007	06/17/2014	Common Stock	87,750	\$ 44.2051	D	Â
Stock Option (Right to Buy)	06/16/2008	06/16/2015	Common Stock	1,876	\$ 53.2923	D	Â
Stock Option (Right to Buy)	06/16/2008	06/16/2015	Common Stock	21,524	\$ 53.2923	D	Â
Stock Option (Right to Buy)	06/16/2006	06/16/2015	Common Stock	1,876	\$ 53.2923	D	Â
Stock Option (Right to Buy)	06/16/2007	06/16/2015	Common Stock	1,876	\$ 53.2923	D	Â
Stock Option (Right to Buy)	06/16/2007	06/16/2015	Common Stock	21,524	\$ 53.2923	D	Â
Stock Option (Right to Buy)	02/28/2009	02/28/2016	Common Stock	45,000	\$ 60.5	D	Â
Stock Option (Right to Buy)	06/16/2006	06/16/2015	Common Stock	21,524	\$ 53.2923	D	Â
Stock Option (Right to Buy)	02/28/2010	02/28/2017	Common Stock	55,127	\$ 63.49	D	Â
Stock Option (Right to Buy)	02/28/2011	02/28/2018	Common Stock	35,887	\$ 66.18	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHIRLEY EDWARD D ONE PROCTER & GAMBLE PLAZA CINCINNATI, OH 45202	Â	Â	Â Vice Chair-Global Beauty	Â

Signatures

/s/ Jason P. Muncy, Attorney-In-Fact for EDWARD D.
SHIRLEY

07/08/2008

__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).

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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