### Edgar Filing: PROCTER & GAMBLE Co - Form 4

PROCTER	& GAMBLE Co											
Form 4												
November	20, 2013											
FOR			CECU		C .			ANCE C	OMMERION		PPROVAL	
Check this box								OMB Number:	3235-0287			
if no lo	nger									Expires:	January 31, 2005	
subject Section Form 4	F CHANGES IN BENEFICIAL OWNERSHIP SECURITIES							Estimated burden ho response	average urs per			
Form 5 obligat may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the l	Public I	Utility H	Iol	lding Co	mpai	•	Act of 1934, 1935 or Section )	1		
(Print or Type	e Responses)											
			2. Issuer Hume und Herer of Huming						5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)						[]	(Check all applicable)			
1)			(Month	3. Date of Earliest Transaction (Month/Day/Year) 11/20/2013					Director 10% Owner X Officer (give title Other (specify below) below) Sr VP, Comptroller & Treasurer			
	(Street)		4. If An	Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
				Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Та	ble I - No	<b>n-</b> ]	Derivative	e Secu	ırities Acqu	iired, Disposed of	, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)		
				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	11/20/2013			М		11,750	А	\$ 53.595	19,254.937	D		
Common Stock	11/20/2013			S		11,750	D	\$ 84.7518 (1)	7,504.937	D		
Common Stock									2,520.872	Ι	By Retirement Plan Trustees	

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

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 53.595	11/20/2013	М		11,750	02/28/2008	02/28/2015	Common Stock	11,750

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Sheppard Valarie L ONE PROCTER AND GAMBLE PLAZA CINCINNATI, OH 45202			Sr VP, Comptroller & Treasurer				
Signatures							
/s/ Sandra T. Lane, Attorney-In-Fact for Val Sheppard	arie L.		11/20/2013				
**Signature of Reporting Person			Date				
CINCINNATI, OH 45202 <b>Signatures</b> /s/ Sandra T. Lane, Attorney-In-Fact for Val Sheppard	arie L.		11/20/2013				

## **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) Weighted average price of the shares sold. The price range was \$84.75 to \$84.761. Full information regarding the number of shares sold at each separate price available upon request.

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.