Edgar Filing: MCDONALD ROBERT A - Form 4

MCDONAL	LD ROBERT A										
Form 4											
September	19, 2011										
FORM	/ / /		CECU	DIFIE			NOD			APPROVAL	
Washington, D.C. 20549							OMB Number:				
Check this box if no longer								Expires:	January 31, 2005		
subject Section Form 4	S CHANGES IN BENEFICIAL OWN SECURITIES					NERSHIP OF	Estimated burden ho response.	l average ours per			
Form 5 obligation may con <i>See</i> Inst 1(b).	ons ntinue. Section 17((a) of the I	Public U	Jtility H		npan	y Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> MCDONALD ROBERT A			2. Issuer Name and Ticker or Trading Symbol PROCTER & GAMBLE CO [PG]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)					(Check all applicable)				
ONE PROCTER AND GAMBLE PLAZA			(Month/Day/Year) 09/15/2011					Director 10% Owner XOfficer (give title Other (specify below) COB, Pres. & CEO			
	(Street)										
				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CINCINN	ATI, OH 45202							Form filed by M Person	Iore than One	Reporting	
(City)	(State)	(Zip)	Tał	ole I - Nor	n-Derivative	Secu	rities Aco	quired, Disposed of	f, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			(A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	09/15/2011			F	10,211	(D) D	Price \$ 62.44	85,428.175	D		
Common Stock								34,012.7405	I	By Retirement Plan Trustees	
Common Stock								68,633	Ι	By RAM Revocable Trust	

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

Edgar Filing: MCDONALD ROBERT A - Form 4

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MCDONALD ROBERT A ONE PROCTER AND GAMBLE PLAZA CINCINNATI, OH 45202			COB, Pres.	& CEO			
Signatures							
/s/ Kenneth L. Blackburn, Attorney-in-Fact MCDONALD	09/19/2011						
<u>**</u> Signature of Reporting Per	Date						

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) Shares withheld to cover taxes upon the vesting of RSUs granted on 9/15/08, 9/15/09 and 9/15/10.

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.