MARTIN MARIANO

Form 4

March 04, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

PROCTER & GAMBLE CO [PG]

Symbol

burden hours per response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

1(b).

(Print or Type Responses)

MARTIN MARIANO

1. Name and Address of Reporting Person *

							(C	heck all applica	ble)	
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction					
ONE PROC PLAZA	CTER AND GAI	MBLE	(Month/D 02/29/20	•			DirectorX Officer (goods) Global		0% Owner Other (specify . Officer	
	(Street)		4. If Ame	ndment, Da	te Original	1	6. Individual o	r Joint/Group F	iling(Check	
				Filed(Month/Day/Year)			Applicable Line)			
CINCINNATI, OH 45202							_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securities A	cquired, Disposed	l of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Stock							38,616.97	D		
Common Stock							2,000	I	By Trust (1)	
Common Stock							68	I	By Son Ignacio (2)	
Common Stock							68	I	By Son Javier (3)	
Common Stock							68	I	By Son Jaime (4)	

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	Persons who respond to the colinformation contained in this for required to respond unless the displays a currently valid OMB on number.	SEC 1474 (9-02)	
Stock Reminder: Report on a separate line for each class of securities benefic	68 cially owned directly or indirectly.	I	Sandra (5)
Common Stock Common	4,286.5298	I	Retirement Plan Trustees By Daughter
Common			By Datinament

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date		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)	\$ 66.18	02/29/2008		A	39,287	02/28/2011	02/28/2018	Common Stock	39,287

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MARTIN MARIANO ONE PROCTER AND GAMBLE PLAZA CINCINNATI, OH 45202			Global Cust. Bus. Dev. Officer				
Signatures							
/s/ Jason P. Muncy, Attorney-In-Fact for M. MARTIN	ARIANO		03/04/2008				
**Signature of Reporting Person			Date				

Reporting Owners 2

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) The Mariano Martin Revocable Living Trust.
- (2) Mariano Martin custodian for Ignacio Martin Chocano (UGMA).
- (3) Mariano Martin custodian for Javier Martin Chocano (UGMA).
- (4) Mariano Martin custodian for Jaime Martin Chocano (UGMA).
- (5) Mariano Martin custodian for Sandra Martin Chocano under the Uniform Gift to Minors Act (UGMA).
- (6) Employee stock option granted under Issuer's 2001 Stock and Incentive Compensation 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.