PFIZER INC Form 4 February 26, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number:

Expires:

January 31, 2005

0.5

Estimated average

Reporting Person(s) to

10% Owner

Other (specify

burden hours per response...

Check this box if no longer subject to Section 16. 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** LEVIN ALAN G			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person Issuer		
		st) (Middle)	PFIZER INC [PFE]	(Check all applicabl		
(Last)	(First)		3. Date of Earliest Transaction			
			(Month/Day/Year)	Director	10% O	

02/22/2007

PFIZER INC. ATT: CORPORATE SECRETARY, 235 EAST 42ND **STREET** 

(Street)

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

Senior Vice President 6. Individual or Joint/Group Filing(Check

\_X\_\_ Officer (give title

below)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting Person

#### NEW YORK, NY 10017

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative (	Securi	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	22/22/22		Code V	Amount 15,640	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Stock	02/22/2007		A	(1)	A	\$ 0	388,664	D	
Common Stock	02/22/2007		A	46,500 (2)	A	\$ 0	435,164	D	
Common Stock	02/22/2007		F	18,362	D	\$ 25.87	416,802	D	
Common Stock							19,355	I	By Rule 16b-3 Plan

#### Edgar Filing: PFIZER INC - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	SA. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) Disposed of (Instr. 3, 4, ar	rivative Expiration Date curities (Month/Day/Year) quired (A) or sposed of (D)		e	Underlying Securities (Instr. 3 and 4)	
				Code V	5) (A) (		Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Employee Stock Option (right to	\$ 25.87	02/22/2007		A	160,000		02/22/2010	02/21/2017	Common Stock	160,0

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

> > Senior Vice President

LEVIN ALAN G

buy)

PFIZER INC. ATT: CORPORATE SECRETARY

235 EAST 42ND STREET NEW YORK, NY 10017

**Signatures** 

By: Lawrence A. Fox, by power 02/26/2007 of atty.

> \*\*Signature of Reporting Person 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)** The reported transaction constitutes the grant of restricted stock units.

**(2)** The reported transaction constitutes the earn-out of Performance-Contingent Shares.

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.

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