

Francisco Ma. Fatima
Form 3
August 02, 2018

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 *	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
Â Francisco Ma. Fatima	(Month/Day/Year)	PROCTER & GAMBLE Co [PG]
(Last) (First) (Middle)	08/01/2018	
ONE PROCTER & GAMBLE PLAZA		4. Relationship of Reporting Person(s) to Issuer
(Street)		5. If Amendment, Date Original Filed(Month/Day/Year)
		(Check all applicable)
		_____ Director _____ 10% Owner
		__X__ Officer _____ Other
		(give title below) (specify below)
CINCINNATI,Â OHÂ 45202		President - Global Baby
(City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line)
		__X__ Form filed by One Reporting Person
		____ Form filed by More than One Reporting Person

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)
Common Stock	819.069	D	Â
Common Stock	10,402.1547	I	By Retirement Plan Trustee
Common Stock	7,047.2488	I	By Spouse, By Retirement Plan Trustees

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)	02/28/2016	02/28/2023	Common Stock	27,404	\$ 76.18	D	Â
Stock Option (Right to Buy)	02/28/2017	02/28/2024	Common Stock	28,184	\$ 78.66	D	Â
Stock Option (Right to Buy)	09/15/2017	09/15/2024	Common Stock	8,115	\$ 83.87	D	Â
Stock Option (Right to Buy)	09/15/2017	09/15/2024	Common Stock	784	\$ 83.87	I	By Spouse
Stock Option (Right to Buy)	02/27/2018	02/27/2025	Common Stock	33,975	\$ 85.13	D	Â
Stock Option (Right to Buy)	02/28/2019	02/28/2026	Common Stock	58,538	\$ 80.29	D	Â
Restricted Stock Units	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	494.266	\$ <u>(2)</u>	D	Â
Restricted Stock Units	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	572.682	\$ <u>(3)</u>	D	Â
Stock Option (Right to Buy)	02/28/2020	02/28/2027	Common Stock	94,289	\$ 91.07	D	Â
Stock Option (Right to Buy)	02/28/2021	02/28/2028	Common Stock	90,323	\$ 78.52	D	Â
Series A Preferred Stock	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	2,848.9889	\$ <u>(5)</u>	I	By Retirement Plan Trustee
Series A Preferred Stock	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	1,965.193	\$ <u>(7)</u>	I	By Spouse, By Retirement Plan Trustee

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Francisco Ma. Fatima ONE PROCTER & GAMBLE PLAZA CINCINNATI, OH 45202	Â	Â	Â President - Global Baby	Â

Signatures

/s/ Robert B. White, attorney-in-fact for Ma. Fatima
Francisco

08/02/2018

____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).
- (1) These units will deliver in shares on retirement from the company, unless delivery is deferred or such shares are contributed to reporting person's deferred compensation account.
- (2) Retirement award in the form of Restricted Stock Units which represent the contingent right to receive P&G common stock or cash settlement. Amount and price computed per benefit formula for plan year ended 6/30/16.
- (3) Retirement award in the form of Restricted Stock Units which represent the contingent right to receive P&G common stock or cash settlement. Amount and price computed per benefit formula for plan year ended 6/30/17.
- (4) Shares held by Retirement Plan Trustees. If Officer terminates employment and elects distribution of shares, or, if after age 50 elects alternative investment within Plan, Preferred Stock converted/redeemed at specified conversion/exercise price.
- (5) Series A Preferred Stock allocated to Officer's Retirement Plan Account pursuant to formula award provisions.
- (6) Shares held by Retirement Plan Trustees. If officer's spouse terminates employment and elects distribution of shares, or, if after age 50 elects alternative investment within Plan, Preferred Stock converted/redeemed at specified conversion/exercise price.
- (7) Series A Preferred Stock allocated to Spouse's Retirement Plan Account pursuant to formula award provisions.

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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