Hinshaw John M Form 3 November 28, 2011

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Hinshaw John M

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

11/17/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

HEWLETT PACKARD CO [HPO]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O HEWLETT-PACKARD COMPANY, Â 3000 HANOVER STREET

(Street)

Director

10% Owner _X__ Officer Other (give title below) (specify below)

(Check all applicable)

EVP, Global Tech

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

PALO ALTO. CAÂ 94304

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Form: Direct (D) or Indirect 4. Nature of Indirect Beneficial

Ownership (Instr. 5)

(I) (Instr. 5)

Â Common Stock 0 D

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)

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. 5. Ownership Conversion or Exercise Form of Price of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Derivative Security:

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	Date Exercisable	•	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	11/14/2012(1)	11/15/2019(2)	Common Stock	164,000	\$ 28.24	D	Â
Restricted Stock Units	(3)	(3)	Common Stock	54,000	\$ <u>(4)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Hinshaw John M						
C/O HEWLETT-PACKARD COMPANY	â	â	EVP, Global Tech	â		
3000 HANOVER STREET	A	A	A EVF, Global Tech	A		
PALO ALTO, CA 94304						

Signatures

David Ritenour as Attorney-in-Fact for John M. Hinshaw

11/28/2011

**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).
- On 11/15/11 the reporting person was granted a non-qualified stock option to purchase 164,000 shares, of which 82,000 shares will vest (1) and become exercisable on each of 11/14/12 and 11/14/13 subject to the satisfaction of certain stock price performance conditions. The options will be forfeited if the applicable performance conditions have not been met by the expiration date.
- (2) This option is no longer exercisable beginning on this date.
 - On 11/15/11 the reporting person was granted 54,000 restricted stock units ("RSUs"), 18,000 of which will vest on each of 11/15/12,
- (3) 11/15/13 and 11/15/14. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock.
- (4) Each restricted stock unit represents a contingent right to receive one share of HP common stock.

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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