

Edgar Filing: HEWLETT PACKARD CO - Form 4

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	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
Restricted Stock Units	(2)	10/01/2014		A		192.9586 (3)		(3)	(3)	Common Stock	192.9586
Restricted Stock Units	(2)	10/01/2014		A		224.2408 (4)		(4)	(4)	Common Stock	224.2408
Restricted Stock Units	(2)	10/01/2014		A		89.3777 (5)		(5)	(5)	Common Stock	89.3777
Restricted Stock Units	(2)	10/01/2014		A		134.5065 (6)		(6)	(6)	Common Stock	134.5065

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YOUNGJOHNS ROBERT C/O HEWLETT-PACKARD COMPANY 3000 HANOVER STREET PALO ALTO, CA 94304			EVP and GM, HP Software	

Signatures

/s/ Katie Colendich as Attorney-in-Fact for Robert Youngjohns 10/21/2014

**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).
- The price in Column 4 is a weighted average price. The prices actually received ranged from \$33.96 to \$33.98. Upon request, the
- (1) reporting person will provide to the Issuer, any security holder of the Issuer, or the SEC staff information regarding the number of shares sold at each price within the range.
 - (2) Each restricted stock unit represents a contingent right to receive one share of HP common stock.
 - (3) As previously reported, on 09/19/12 the reporting person was granted 125,000 restricted stock units ("RSUs"), 41,666 of which vested on 09/19/13, 41,667 of which vested on 09/19/14, and 41,667 of which will vest on 09/19/15. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 192.9586 dividend equivalent rights being reported reflect 192.9586 dividend equivalent rights at \$34.55 per RSU credited to the reporting person's account on 10/01/14.

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(4) As previously reported, on 01/16/13 the reporting person was granted 72,633 RSUs, 24,211 of which vested on 01/16/14, and 24,211 of which will vest on each of 01/16/15 and 01/16/16. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 224.2408 dividend equivalent rights being reported reflect 224.2408 dividend equivalent rights at \$34.55 per RSU credited to the reporting person's account on 10/01/14.

(5) As previously reported, on 12/11/13 the reporting person was granted 19,300 RSUs, 6,433 of which will vest on each of 12/11/14 and 12/11/15, and 6,434 of which will vest on 12/11/16. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 89.3777 dividend equivalent rights being reported reflect 89.3777 dividend equivalent rights at \$34.55 per RSU credited to the reporting person's account on 10/01/14.

(6) As previously reported, on 07/17/14, the reporting person was granted 29,045 RSUs, 9,681 of which will vest on 07/17/15, and 9,682 of which will vest on each of 07/17/16 and 07/17/17. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 134.5065 dividend equivalent rights being reported reflect 134.5065 dividend equivalent rights at \$34.55 per RSU credited to the reporting person's account on 10/01/14.

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.