

HEWLETT PACKARD CO

Form 3

June 11, 2014

**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 \*  
Â YOUNGJOHNS ROBERT  
(Last) (First) (Middle)

2. Date of Event Requiring Statement  
(Month/Day/Year)  
06/02/2014

3. Issuer Name and Ticker or Trading Symbol  
HEWLETT PACKARD CO [HPQ]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)  
EVP and GM, HP Software

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

(Street)

PALO ALTO,Â CAÂ 94304

(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	0	D	Â

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. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	09/19/2013 <sup>(1)</sup>	09/19/2020 <sup>(2)</sup>	Common Stock	50,507	\$ 18.1	D	Â
Employee Stock Option (right to buy)	01/16/2014 <sup>(1)</sup>	01/16/2021 <sup>(2)</sup>	Common Stock	145,265	\$ 17.21	D	Â
Employee Stock Option (right to buy)	12/11/2014 <sup>(1)</sup>	12/11/2021 <sup>(2)</sup>	Common Stock	57,900	\$ 26.99	D	Â
Restricted Stock Units	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Stock	86,411.8982	\$ <sup>(3)</sup>	D	Â
Restricted Stock Units	Â <sup>(5)</sup>	Â <sup>(5)</sup>	Common Stock	49,784.19	\$ <sup>(3)</sup>	D	Â
Restricted Stock Units	Â <sup>(6)</sup>	Â <sup>(6)</sup>	Common Stock	19,484.6933	\$ <sup>(3)</sup>	D	Â

## 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	Â	Â	Â EVP and GM, HP Software	Â

## Signatures

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

06/11/2014

<sup>\_\_</sup>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) This option became exercisable in three annual installments beginning on this date.
- (2) This option is no longer exercisable beginning on this date.
- (3) Each restricted stock unit represents a contingent right to receive one share of HP common stock.
- (4) On 09/19/12 the Reporting Person was granted 125,000 restricted stock units ("RSUs"), 41,666 of which vested on 09/19/13, and 41,667 of which will vest on each of 09/19/14 and 09/19/15. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of units reported includes 3,077.8982 dividend equivalent rights accrued but not released since the grant date.
- (5) 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

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stock. The number of units reported includes 1,362.1900 dividend equivalent rights accrued but not released since the grant date.

- 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 (6) 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 number of units reported includes 184.6933 dividend equivalent rights accrued but not released since the grant date.

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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