

Edgar Filing: PROCTER & GAMBLE CO - Form 4

PROCTER & GAMBLE CO

Form 4

January 17, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 John E. Pepper
 One Procter and Gamble Plaza
 OH, Cincinnati 45202
2. Issuer Name and Ticker or Trading Symbol
 The Procter and Gamble Company (PG)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 1/15/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
7. 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock	12/27/ 2002	12/27/ 2002	G	V8382	D		
Common Stock	1/15/ 2003	1/15/ 2003	F	6666	D	85.80	640193
Common Stock							914.6496
Common Stock							2236
Common Stock							2250

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Con- version or Exer- cise	3. Trans- action	3A. Deemed Execu-	4. Trans- action	5. Number of De rivative Secu- rities Acqui- red(A) or Dis	6. Date Exer- cisable and Expiration Date(Month/	7. Title and Amount of Underlying Securities	8. P of vat Sec
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Price of	Derivative	Expiration	Code	Amount	Acquired	Day/Year	Expiration	Title and Number of Shares

Explanation of Responses:

1. Reported securities are held by Pepper Investors LP, a partnership through which reporting person retains beneficial ownership.

SIGNATURE OF REPORTING PERSON

John E. Pepper

William R. Mordan - Attorney-in-Fact