

HEWLETT PACKARD CO

Form 3

March 31, 2014

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 Fink Martin

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/19/2014

3. Issuer Name **and** Ticker or Trading Symbol
HEWLETT PACKARD CO [HPQ]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

EVP, CTO

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting PersonC/O HEWLETT-PACKARD
COMPANY,Â 3000 HANOVER
STREET

(Street)

PALO ALTO,Â CAÂ 94304

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

4,187.737

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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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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
Derivative5. 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)	11/27/2007 ⁽¹⁾	11/27/2014 ⁽⁵⁾	Common Stock	5,000	\$ 39.035	D	Â
Employee Stock Option (right to buy)	01/18/2008 ⁽¹⁾	01/18/2015 ⁽⁵⁾	Common Stock	3,750	\$ 42.27	D	Â
Employee Stock Option (right to buy)	09/27/2012 ⁽²⁾	09/27/2019 ⁽⁵⁾	Common Stock	6,000	\$ 23.59	D	Â
Employee Stock Option (right to buy)	12/07/2012 ⁽²⁾	12/07/2019 ⁽⁵⁾	Common Stock	15,750	\$ 28.41	D	Â
Employee Stock Option (right to buy)	12/06/2013 ⁽²⁾	12/06/2020 ⁽⁵⁾	Common Stock	86,768	\$ 13.83	D	Â
Employee Stock Option (right to buy)	09/26/2014 ⁽³⁾	09/26/2021 ⁽⁵⁾	Common Stock	65,728	\$ 21.3	D	Â
Employee Stock Option (right to buy)	12/11/2014 ⁽⁴⁾	12/11/2021 ⁽⁵⁾	Common Stock	125,018	\$ 26.99	D	Â
Restricted Stock Units	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	3,700.3731	\$ ⁽⁶⁾	D	Â
Restricted Stock Units	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	15,214.3164	\$ ⁽⁶⁾	D	Â
Restricted Stock Units	Â ⁽⁹⁾	Â ⁽⁹⁾	Common Stock	51,630.6957	\$ ⁽⁶⁾	D	Â
Restricted Stock Units	Â ⁽¹⁰⁾	Â ⁽¹⁰⁾	Common Stock	29,865.8301	\$ ⁽⁶⁾	D	Â
Restricted Stock Units	Â ⁽¹¹⁾	Â ⁽¹¹⁾	Common Stock	7,079.9719	\$ ⁽⁶⁾	D	Â
Restricted Stock Units	Â ⁽¹²⁾	Â ⁽¹²⁾	Common Stock	30,727.4602	\$ ⁽⁶⁾	D	Â
Performance Restricted Stock Units	Â ⁽¹³⁾	Â ⁽¹³⁾	Common Stock	5,250	\$ ⁽⁶⁾	D	Â
Performance Adjusted Restricted Stock Units	Â ⁽¹⁴⁾	Â ⁽¹⁴⁾	Common Stock	27,588	\$ ⁽⁶⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fink Martin	Â	Â	Â	Â

C/O HEWLETT-PACKARD COMPANY
3000 HANOVER STREET
PALO ALTO, CA 94304

EVP,
CTO

Signatures

/s/ Katie Colendich as Attorney-in-Fact for
Martin Fink

03/31/2014

__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 four equal annual installments beginning on this date.
- (2) This option will vest one-third on the first anniversary of the grant, one-third on the second anniversary of the grant date, and one-third on the third anniversary of the grant date beginning on this date.

This option will vest one-third on the first anniversary of the grant, one-third on the second anniversary of the grant date, and one-third on the third anniversary of the grant date, in each case subject to the satisfaction of certain stock price performance conditions prior to expiration of the option.
- (3) on the third anniversary of the grant date, in each case subject to the satisfaction of certain stock price performance conditions prior to expiration of the option.

This option will vest 33.3% on each of the first three anniversaries of the grant date, in each case subject to the satisfaction of certain stock price performance or relative total stockholder return conditions being met prior to the end of the seventh fiscal year following the grant date.
- (4) This option is no longer exercisable beginning on this date.
- (5) Each restricted stock unit represents a contingent right to receive one share of HP common stock.

On 12/07/11 the reporting person was granted 10,500 Restricted Stock Units ("RSUs"), 3,500 of which vested on each of 12/07/12 and 12/07/13, and 3,500 of which will vest on 12/07/14. 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 200.3731 dividend equivalent rights accrued but not released since the grant date.
- (6) On 09/19/12 the reporting person was granted 22,100 RSUs, 7,366 of which vested on 09/19/13, and 7,367 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 480.3164 dividend equivalent rights accrued but not released since the grant date.
- (7) On 11/27/12 the reporting person was granted 50,000 RSUs, 25,000 of which will vest on each of 11/27/14 and 11/27/15. 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 1,630.6957 dividend equivalent rights accrued but not released since the grant date.
- (8) On 12/06/12 the reporting person was granted 43,384 RSUs, 14,461 of which vested on 12/06/13, 14,461 of which will vest on 12/06/14, and 14,462 of which will vest on 12/06/15. 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 942.8301 dividend equivalent rights accrued but not released since the grant date.
- (9) On 09/26/13 the reporting person was granted 7,043 RSUs, 2,347 of which will vest on 09/26/14, and 2,348 of which will vest on each of 09/26/15 and 09/26/16. 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 36.9719 dividend equivalent rights accrued but not released since the grant date.
- (10) On 12/11/13 the reporting person was granted 30,567 RSUs, 10,189 of which will vest on each of 12/11/14, 12/11/15 and 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 160.4602 dividend equivalent rights accrued but not released since the grant date.
- (11) On 12/07/11 the reporting person was granted 5,250 Performance Restricted Stock Units ("PRUs"), 5,250 of which will vest on 10/31/14, subject to satisfaction of certain stock price performance conditions. Dividend equivalent rights accrue with respect to these PRUs when and as dividends are paid on HP common stock.
- (12) On 12/11/13 the reporting person was granted 27,588 performance adjusted restricted stock units ("PARSUs"), 50% of which will vest on each of 12/11/15 and 12/11/16, in each case subject to certain return on invested capital performance conditions and/or relative total stockholder return conditions being met at the time of vesting. Dividend equivalent rights accrue with respect to these PARSUs when and as dividends are paid on HP common stock.
- (13)
- (14)

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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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