

Visentin Giovanni  
 Form 4  
 November 02, 2011

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN 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 \*  
 Visentin Giovanni

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 C/O HEWLETT-PACKARD COMPANY, 3000 HANOVER STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/31/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP, HPES

PALO ALTO, CA 94304

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

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	10/31/2011		M	7,551 A	\$ 26.61	7,551	D
Common Stock	10/31/2011		F	3,260 D	\$ 26.61	4,291	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

Edgar Filing: Visentin Giovanni - Form 4

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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 Number Shares
Restricted Stock Units	(1)	10/05/2011		A	56.8315 (2)	(2) (2)	Common Stock 56.8315
Restricted Stock Units	(1)	10/05/2011		A	80.6957 (3)	(3) (3)	Common Stock 80.6957
Restricted Stock Units	(1)	10/31/2011		M	7,551	(4) (4)	Common Stock 7,551

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Visentin Giovanni C/O HEWLETT-PACKARD COMPANY 3000 HANOVER STREET PALO ALTO, CA 94304			EVP, HPES	

## Signatures

/s/ David Ritenour as Attorney-in-Fact for Giovanni Visentin

11/02/2011

\_\_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).

(1) Each restricted stock unit represents a contingent right to receive one share of HP common stock.

(2) As previously reported, on 03/23/11 the reporting person was granted 11,300 restricted stock units ("RSUs"), 5,650 of which will vest on 03/23/12, and 5,650 will vest on 03/23/13. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 56.8315 dividend equivalent rights being reported reflect 56.8315 dividend equivalent rights at \$23.86 per RSU credited to the reporting person's account on 10/05/11.

(3) As previously reported, on 03/23/11 the reporting person was granted 16,045 restricted stock units ("RSUs"), 5,348 of which will vest on 03/23/12, 5,348 of which will vest on 03/23/13, and 5,349 of which will vest on 03/23/14. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 80.6957 dividend equivalent rights being reported reflect 80.6957 dividend equivalent rights at \$23.86 per RSU credited to the reporting person's account on 10/05/11.

## Edgar Filing: Visentin Giovanni - Form 4

- As previously reported, on 08/01/11 the reporting person was granted 30,000 restricted stock units ("RSUs"), 7,500 of which vested on 10/31/11, 15,000 of which will vest on 10/31/12, and 7,500 of which will vest on 04/30/13. Dividend equivalent rights accrue with
- (4) respect to these RSUs when and as dividends are paid on HP common stock. The number of derivative securities in column 9 includes 150.8801 vested dividend equivalent rights at \$23.86 per RSU credited to the reporting person's account on 10/05/11, and a de minimus adjustment of 0.1199 due to fractional rounding of the dividend equivalent rights.

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.