

BRADLEY RICHARD TODD
Form 4
December 10, 2012

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

OMB APPROVAL

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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 *
BRADLEY RICHARD TODD

(Last) (First) (Middle)

C/O HEWLETT-PACKARD
COMPANY, 3000 HANOVER
STREET

(Street)

PALO ALTO, CA 94304

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/06/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
EVP, PPSG

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 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) Code V Amount (D) Price			
Common Stock					0 ⁽¹⁾	D	
Common Stock					137,232 ⁽²⁾	I	Bradley Trust 04/12/10

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

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(9-02)

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) The total direct beneficial ownership reflects a decrease of 137,232 shares due to the transfer of 137,232 shares into the reporting person's trust on 06/22/12.
- (2) The total indirect beneficial ownership reflects an increase of 137,232 shares due to the transfer of 137,232 shares previously reported as being held directly by the reporting person into his trust on 06/22/12.
- (3) This option will vest 50% on the second anniversary of the grant date and 50% on the third anniversary of the grant date, in both cases subject to the satisfaction of certain stock price performance conditions prior to the fourth anniversary of the grant date.
- (4) Each restricted stock unit represents a contingent right to receive one share of HP common stock.

(5) On 12/06/12 the reporting person was granted 135,575 restricted stock units ("RSUs"), 45,191 of which will vest on 12/06/13, and 45,192 of which will vest on each of 12/06/14 and 12/06/15. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock.

(6) As previously reported, on 12/10/10 the reporting person was granted 35,434 restricted stock units ("RSUs"), 17,717 of which vested on 12/10/11 and 17,717 of which will vest 12/10/12. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 443.4381 dividend equivalent rights being reported reflect 79.8663 dividend equivalent rights at \$26.62 per RSU credited to the reporting person's account on 01/04/12; 91.4033 dividend equivalent rights at \$23.26 per RSU credited to the reporting person's account on 04/04/12; 115.3178 dividend equivalent rights at \$20.28 per RSU credited to the reporting person's account on 07/05/12; and 156.8507 dividend equivalent rights at \$14.91 per RSU credited to the reporting person's account on 10/03/12.

(7) As previously reported, on 06/27/11 the reporting person was granted 114,352 restricted stock units ("RSUs") which will vest on 06/27/15 subject to acceleration based on certain stock performance conditions. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 2,862.1110 dividend equivalent rights being reported reflect 515.4861 dividend equivalent rights at \$26.62 per RSU credited to the reporting person's account on 01/04/12; 589.9501 dividend equivalent rights at \$23.26 per RSU credited to the reporting person's account on 04/04/12; 744.3030 dividend equivalent rights at \$20.28 per RSU credited to the reporting person's account on 07/05/12; and 1,012.3718 dividend equivalent rights at \$14.91 per RSU credited to the reporting person's account on 10/03/12.

(8) As previously reported, on 12/12/11 the reporting person was granted 65,838 restricted stock units ("RSUs"), 21,946 of which will vest on each of 12/12/12, 12/12/13, and 12/12/14. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The 1,647.8563 dividend equivalent rights being reported reflect 296.7904 dividend equivalent rights at \$26.62 per RSU credited to the reporting person's account on 01/04/12; 339.6629 dividend equivalent rights at \$23.26 per RSU credited to the reporting person's account on 04/04/12; 428.5314 dividend equivalent rights at \$20.28 per RSU credited to the reporting person's account on 07/05/12; and 582.8716 dividend equivalent rights at \$14.91 per RSU credited to the reporting person's account on 10/03/12.

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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