JOSHI VYOMESH

Form 4

December 08, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading JOSHI VYOMESH Issuer Symbol HEWLETT PACKARD CO [HPQ] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify _X__ Officer (give title C/O HEWLETT-PACKARD 12/06/2010 below) below) COMPANY, 3000 HANOVER **EVP IPG STREET** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

PALO ALTO, CA 94304

X Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative	Secur	rities Acquir	ed, 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 on Disposed of (D) (Instr. 3, 4 and 5)		Beneficially For Owned Dir	Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	12/06/2010		M	100,000	A	\$ 33.625	239,153.6394 (1)	D	
Common Stock	12/06/2010		S	100,000	D	\$ 42.6057 (2)	139,153.6394	D	
Common Stock							1,475 (3)	I	By 2001 Joshi Living Trust Account

(Charles

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		Schwab)				
Common Stock	8,533 <u>(4)</u> I	By 2001 Joshi Living Trust Account (at Goldman Sachs)				
Common Stock	30,000 <u>(3)</u> I	By Vyomesh I. Joshi 2009 GRAT (at Goldman Sachs)				
Common Stock	30,000 <u>(3)</u> I	By Uma V. Joshi 2009 GRAT (at Goldman Sachs)				
Common Stock	50,000 <u>(5)</u> I	By Vyomesh I. Joshi 2010 GRAT (at Goldman Sachs)				
Common Stock	50,000 <u>(5)</u> I	By Uma V. Joshi 2010 GRAT (at Goldman Sachs)				
Reminder: Report on a separate line for each class of securities bene	ficially owned directly or indirectly.					
Persons who respond to the collection of sec 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.						
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)						

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onDerivative	Expiration Date	Underlying Securi
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) or Derivative Disposed of (D) Security (Instr. 3, 4, and Code V (A) Title (D) Date Exercisable Expiration Amo Date Nun Shar **Employee** Stock Common 100,000 01/18/2002⁽⁶⁾ 01/18/2011 Option \$ 33.625 12/06/2010 M 100 Stock (right to

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

EVP IPG

Signatures

buy)

/s/ David Ritenour as Attorney-in-Fact for Vyomesh I. Joshi

12/08/2010

**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) The total beneficial ownership includes 229.2152 shares at \$42.06 per share acquired under the HP Share Ownership Plan on 10/29/10.
- The price in Column 4 is a weighted average price. The prices actually received ranged from \$42.5800 to \$42.6400. Upon request, the reporting person will provide to the Issuer, any security holder of the Issuer, or the SEC staff information regarding the number of share
- (2) reporting person will provide to the Issuer, any security holder of the Issuer, or the SEC staff information regarding the number of shares sold at each price within the range.
- (3) There is no reportable change since the last filing. This is a reiteration of holdings only.
- (4) The total indirect beneficial ownership reflects a decrease of 100,000 shares due to the transfer of 50,000 shares into each of the reporting person's 2010 GRATs on 12/06/10.
- (5) The total indirect beneficial ownership reflects an increase of 50,000 shares due to the transfer of 50,000 shares previously reported as being held indirectly by the reporting person in his 2001 Living Trust into each of the reporting person's 2010 GRATs on 12/06/10.
- (6) This option became exercisable in four equal annual installments beginning on this date.

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.

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