### Edgar Filing: MCDONALD ROBERT A - Form 4

MCDONA Form 4	LD ROBERT A												
May 02, 20	)11												
FORM 4 UNITED STATES SECURITIES AND										OMB APPROVAL			
UNITED STATES						AND E2 1, D.C. 2			COMMISSION	OMB Number:	3235-0287		
Check ti if no lo subject Section Form 4 Form 5 obligati may co <i>See</i> Ins	F CHA Section Public U	NGES SEC 16(a) o Jtility	IN CUI of the	BENE BITIES he Secur lding Co	FICI.	AL OW	Expires: Estimated burden ho response e Act of 1934, 1935 or Section		ours per				
1(b).	<b>D</b>												
(Print or Type	e Responses)												
MCDONALD ROBERT A S			Symbol			d Ticker of		c	5. Relationship of Reporting Person(s) to Issuer				
(Last)						Fransaction		[10]	(Check all applicable)				
				Day/Ye 2011	ar)				Director 10% Owner X Officer (give title Other (specify below) COB, Pres. & CEO				
CINCINN	(Street) ATI, OH 45202		4. If Am Filed(Me			Date Origir ar)	nal		6. Individual or Jo Applicable Line) _X_Form filed by 0 Form filed by M	One Reporting I	Person		
(City)	(State)	(Zip)	Та	blo I - N	Ion	Dorivotiv	0 5001	urities A co	Person uired, Disposed of	° or Bonofici	ally Ownod		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	ed Date, if	3. Transa Code (Instr.	actio 8)	4. Securi on(A) or D (Instr. 3,	ties A ispose	cquired d of (D)	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 Indirect Beneficial Ownership (Instr. 4)		
Common Stock	04/29/2011			Р	v	1,278	A	\$ 64.572 (1)	63,619	Ι	By RAM Revocable Trust		
Common Stock	04/29/2011			G	v	1,278	D	\$ 0	62,341	Ι	By RAM Revocable Trust		
Common Stock									101,503.662	D			
Common Stock									33,651.2134 (2)	Ι	By Retirement Plan		

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Trustees

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MCDONALD ROBERT A ONE PROCTER AND GAMBLE PLAZA CINCINNATI, OH 45202			COB, Pres. & CEO					
Signatures								
/s/ Kenneth L. Blackburn Attorney-in-Fact	for ROBE	ERT A.						

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/s/ Kenneth L. Blackburn, Attorney-in-Fact for ROBERT A. MCDONALD	05/02/2011
<u>**Signature of Reporting Person</u>	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). \*\*
- Weighted average price of the shares purchased. The price range was \$64.57 to \$64.59. Full information regarding the number of shares (1)purchased at each separate price available upon request.
- (2) Balance as of 3/31/11.

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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