LIVERMORE ANN M

Form 4 April 08, 2010

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

0.5

Form 5 obligations

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

SECURITIES

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * LIVERMORE ANN M

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

HEWLETT PACKARD CO [HPQ]

(Check all applicable)

C/O HEWLETT-PACKARD COMPANY, 3000 HANOVER **STREET**

(Month/Day/Year) 04/06/2010

3. Date of Earliest Transaction

4. If Amendment, Date Original

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

(Zip)

(Middle)

EVP, EB

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

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

PALO ALTO, CA 94304

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative	Secur	ities Acqui	red, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities on Disposed (Instr. 3, 4	d of (Ľ))	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	04/06/2010		M	350,000	A	\$ 35.125	374,978.3085	D	
Common Stock	04/06/2010		S	350,000 (1)	D	\$ 53.95	24,978.3085	D	

By Fidelity Investments Institutional Services Company,

Inc.

Common

3,971.2814 (2) I

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

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SEC 1474 (9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	TransactionDerivative Expirati Code Securities (Month/ (Instr. 8) Acquired (A) or		6. Date Exercisab Expiration Date (Month/Day/Year	xpiration Date		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
	Derivative Security				Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Num Shar	
Employee Stk Option (right to buy)	\$ 35.125	04/06/2010		M	350,000	11/16/2001(3)	11/16/2010	Common Stock	350	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

EVP, EB

Signatures

/s/ David Ritenour as Attorney-in-Fact for Ann M. Livermore

04/08/2010

**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 sale reported on this Form 4 was effectuated pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 2, 2010.
 - These shares were held indirectly under HP's 401(k) Plan as of 03/31/10. Fidelity Investments Institutional Services Company, Inc.
- (2) accounts for holdings in the stock fund in units, which are comprised of stock and cash reserves. The shares reported represent an approximate value based upon the fund balance and market value of HP's common stock.
- (3) 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.

Reporting Owners 2

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