

HEWLETT PACKARD CO
Form 4
February 10, 2005

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 *
LITVACK SANFORD M

(Last) (First) (Middle)
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)
05/06/2002

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/06/2002 | | S | | 0.3625 | D | <u>(1)</u> 5,794 <u>(2)</u> D |
| Common Stock | 07/19/2002 | | S | | \$ 130 | D | \$ 12.73 5,664 <u>(2)</u> D |
| Common Stock | 07/22/2002 | | S | | \$ 165 | D | \$ 12.03 5,499 <u>(2)</u> D |
| Common Stock | 07/24/2002 | | S | | \$ 49 | D | \$ 11.12 5,450 <u>(2)</u> D |
| Common Stock | 07/02/2003 | | S | | \$ 390 | D | \$ 21.33 5,060 <u>(2)</u> D |
| | 02/06/2004 | | P | | 45 <u>(3)</u> | A | 45 <u>(3)</u> I |

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| | | |
|-----------------|-------------|-----------------|
| Common Stock | \$ 23.76 | Family Trust |
|-----------------|-------------|-----------------|

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

SEC 1474
(9-02)

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|---|--|---|---|--------------------------------------|--|--|---|---|---|

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LITVACK SANFORD M 3000 HANOVER STREET PALO ALTO, CA 94304 | X | | | |

Signatures

| | |
|---|------------|
| Charles N. Charnas, Attorney-in-Fact | 02/10/2005 |
| **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) Not applicable.

(2) Includes 5,060 shares received on May 3, 2002 in exchange for shares of Compaq Computer Corporation ("Compaq") in connection with the merger of a subsidiary of Hewlett-Packard Company with and into Compaq. The acquisition was exempt from Section 16(b) pursuant to Rule 16b-3(d)(1).

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(3) Mark Litvack, Pamela Litvack, Sanford Litvack & Judith Litvack, Ttees Litvack Grandchildren's Trust U/D/D 12/18/97

Remarks:

* This Form 4 is being filed to report several different transactions that took place in various years.

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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