

Edgar Filing: PROCTER & GAMBLE CO - Form 4

Series A Preferred Stock	3	12/31/2001	A	V	35.5075	A	5		Common Stock	35.5075	6
Series A Preferred Stock	3	3/31/2002	A	V	33.1598	A	5		Common Stock	33.1598	6
Series A Preferred Stock	3	6/30/2002	A	V	86.7068	A	5		Common Stock	86.7068	6
Stock Option (right to buy)	91.325	9/13/2002	A		49275	A	9/13/05	9/13/12	Common Stock	49275	9

Explanation of Responses:

1. Shares awarded pursuant to Issuer's 2001 Stock Plan.
2. Between 10/1/01 and 6/30/02, reporting person acquired 384.5782 shares of Common Stock under Issuer's Profit Sharing Trust and Employee Stock Ownership Plan.
3. Higher of \$13.75 or market price of Common Stock.
4. Series A Preferred Stock allocated to officer's Retirement Plan Account pursuant to formula award provision for period 10/1/01 and 12/31/01.
5. Series A Preferred held by Retirement Plan Trustees. If officer terminates employment or after age 50 elects alternative investment with Retirement Plan, Preferred Stock converted/redeemed at specified conversion/exercise price.
6. Series A Preferred Stock allocated to officer's Retirement Plan account pursuant to Retirement Plan provisions.
7. Series A Preferred Stock allocated to officer's Retirement Plan Account pursuant to formula award provision for the period 1/1/02 and 3/31/02.
8. Series A. Preferred Stock allocated to officer's Retirement Plan Account pursuant to formula award provision for the period 4/1/02 and 6/30/02
9. Employee stock option granted under Issuer's 2001 Stock Plan.