

JOSHI VYOMESH  
Form 4  
May 04, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
JOSHI VYOMESH

(Last) (First) (Middle)

C/O HEWLETT-PACKARD  
COMPANY, 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)  
04/30/2010

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)  
EVP IPG

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 04/30/2010                           |  | F                              | V Amount (D) Price<br>5,579 D \$ 51.97                            | 88,823.6779 (1)   | D  |   |
| Common Stock                    |                                      |  |                                |   | 1,475 (2)   | I  | By 2001 Joshi Living Trust Account (Charles Schwab)   |
| Common Stock                    |                                      |  |                                |   | 108,533 (2)   | I  | By 2001 Joshi   |

|                 |                       |   |  |
|-----------------|-----------------------|---|--|
| Common<br>Stock | 30,000 <sup>(2)</sup> | I | Living<br>Trust<br>Account<br>(at<br>Goldman<br>Sachs)             |
| Common<br>Stock | 30,000 <sup>(2)</sup> | I | By<br>Vyomesh<br>I. Joshi<br>2009<br>GRAT (at<br>Goldman<br>Sachs) |
| Common<br>Stock | 30,000 <sup>(2)</sup> | I | By Uma<br>V. Joshi<br>2009<br>GRAT (at<br>Goldman<br>Sachs)        |

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                     |                    |                 |                                  |
|---|---|---|---|---|---|--|---|---------------------|--------------------|-----------------|----------------------------------|
|   |   |   |   | Code                                    | V   | (A)  | (D)   | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares |
| Restricted<br>Stock<br>Units                        | (3)   | 04/07/2010                              |   | A                                       |   | 14.3667  |   | (4)                 | (4)                | Common<br>Stock | 14.3667                          |
| Restricted<br>Stock<br>Units                        | (3)   | 04/07/2010                              |   | A                                       |   | 36.1509  |   | (5)                 | (5)                | Common<br>Stock | 36.1509                          |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |         |
|--|---------------|-----------|---------|---------|
|  | Director      | 10% Owner | Officer | Other   |
| JOSHI VYOMESH<br>C/O HEWLETT-PACKARD COMPANY<br>3000 HANOVER STREET<br>PALO ALTO, CA 94304 |               |           |         | EVP IPG |

## Signatures

|  |            |
|--|------------|
| /s/ David Ritenour as Attorney-in-Fact for Vyomesh I.<br>Joshi | 05/04/2010 |
| **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 10.7081 shares at \$53.6190 per share acquired through dividends paid under the HP Share Ownership Plan ("SOP") on 04/07/10 with respect to shares held under the SOP.
- (2) There is no reportable change since the last filing. This is a reiteration of holdings only.
- (3) Each restricted stock unit represents a contingent right to receive one share of HP common stock.  
As previously reported, on 01/15/09 the reporting person was granted 19,140 restricted stock units ("RSUs"), 9,570 of which vested on 01/15/10, and 9,570 of which will vest on 01/15/11. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of derivative securities beneficially owned in column 9 includes 14.3667 dividend equivalent rights at \$53.29 per RSU credited to the reporting person's account on 04/07/10.
- (4) As previously reported, on 12/10/09 the Reporting Person was granted 24,081 restricted stock units ("RSUs"), 12,040 of which will vest on 12/10/10 and 12,041 which will vest on 12/10/11. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of derivative securities beneficially owned in column 9 includes 36.1509 dividend equivalent rights at \$53.29 per RSU credited to the reporting person's account on 04/07/10.
- (5) As previously reported, on 12/10/09 the Reporting Person was granted 24,081 restricted stock units ("RSUs"), 12,040 of which will vest on 12/10/10 and 12,041 which will vest on 12/10/11. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of derivative securities beneficially owned in column 9 includes 36.1509 dividend equivalent rights at \$53.29 per RSU credited to the reporting person's account on 04/07/10.

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.