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PROCTER & GAMBLE Co

Form 3/A January 29, 2016

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

A Magesvaran Suranjan

(Last) (First) (Middle)

ONE PROCTER & GAMBLE

PLAZA

(Street)

CINCINNATI, OHÂ 45202

(State)

1. Title of Security (Instr. 4)

(City)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

11/01/2015

PROCTER & GAMBLE Co [PG]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year) 11/03/2015

(Check all applicable)

Director _X__ Officer

10% Owner Other (give title below) (specify below) President - Asia Pacific SMO

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

5. If Amendment, Date Original

Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Direct (D)

Ownership (Instr. 5)

or Indirect (I) (Instr. 5)

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

(Zip)

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SEC 1473 (7-02)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable

Expiration Date

Title Amount or Number of

Shares

Derivative Security

Direct (D) or Indirect

(I)

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(Instr. 5)

Stock Option (Right to Buy) 09/24/2004 09/24/2016 Common Stock 4,336 (1) \$ 34.5688 D Â

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Magesvaran Suranjan

ONE PROCTER & GAMBLE PLAZA Â Â President - Asia Pacific SMO Â

CINCINNATI. OHÂ 45202

Signatures

/s/ Sandra T. Lane, attorney-in-fact for Magesvaran
Suranjan
01/29/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 2001 Stock Option grant was omitted from reporting person's original Form 3.

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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