

PROCTER & GAMBLE CO  
Form 425  
November 04, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): November 3, 2008**

**THE PROCTER & GAMBLE COMPANY**

**(Exact Name of Registrant as Specified in Charter)**

**Ohio**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**1-434**  
**(Commission File Number)**

**31-0411980**  
**(IRS Employer**  
**Identification No.)**

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**One Procter & Gamble Plaza, Cincinnati, Ohio**  
(Address of Principal Executive Offices)

**45202**  
(Zip Code)

**Registrant's telephone number, including area code: (513) 983-1100**

**Not Applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On November 3, 2008, The Procter & Gamble Company ( P&G ), an Ohio corporation, issued a news release announcing the exchange ratio for its exchange offer related to the separation of P&G's coffee business and the previously announced merger of The Folgers Coffee Company ( Folgers ) and The J. M. Smucker Company ( Smucker ), pursuant to which a Smucker subsidiary will merge with and into Folgers, with Folgers surviving as a wholly owned subsidiary of Smucker. A copy of the news release is filed as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d) The following exhibit is being filed with this Current Report on Form 8-K.

<b>Exhibit Number</b>	<b>Description</b>
99.1	News Release by The Procter & Gamble Company dated November 3, 2008.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

**THE PROCTER & GAMBLE COMPANY**

By: /s/ E. J. Wunsch  
E. J. Wunsch  
Assistant Secretary  
November 3, 2008

**Exhibit Index**

<b>Exhibit Number</b>	<b>Document</b>
99.1	News Release by The Procter & Gamble Company dated November 3, 2008.