

PROCTER & GAMBLE CO
Form FWP
February 04, 2009

Filed Pursuant to 433
Registration No. 333-145938
February 3, 2009

Pricing Term Sheet

**Procter & Gamble International Funding SCA
Floating Rate Notes due February 8, 2010
Guaranteed by The Procter & Gamble Company**

Issuer: Procter & Gamble International Funding SCA
Guarantor: The Procter & Gamble Company
Aggregate Principal Amount Offered: \$1,000,000,000
Maturity Date: February 8, 2010
Coupon (Interest Rate): 3-month U.S. LIBOR + 25 basis points
Price to Public (Issue Price): 100% of principal amount
Interest Payment Dates: February 8, May 8, August 8 and November 8, commencing May 8, 2009 and ending on the Maturity Date
Day Count Convention: Actual/360
Redemption: Not redeemable other than upon certain changes in withholding taxes as described in the Prospectus
Trade Date: February 3, 2009
Settlement Date: February 6, 2009 (T+3)
CUSIP Number: 742732AC4
ISIN Number: US742732AC40
Denominations: \$2,000 x \$1,000
Joint Book-Running Managers: Deutsche Bank Securities Inc., HSBC Securities (USA) Inc., J.P. Morgan Securities Inc.
Citigroup Global Markets Inc., Goldman, Sachs & Co., Greenwich Capital Markets, Inc.,
Senior Co-Managers: Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, RBC
Capital Markets Corporation
Co-Managers: Barclays Capital Inc., Fifth Third Securities, Inc., Fortis Securities, ING Financial Markets LLC, Mitsubishi UFJ Securities International plc, PNC Capital Markets LLC, UBS Securities LLC
Type of Offering: SEC Registered
Listing: None
Long-term Debt Ratings of The Procter & Gamble Company: Moody's: Aa3 (Negative Outlook); S&P: AA- (Stable)
Concurrent Offering: \$750,000,000 of 3.500% Notes due February 15, 2015 and \$1,250,000,000 of 4.700% Notes due February 15, 2019, expected to be issued on February 6, 2009 by The Procter & Gamble

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Company. The closing of the offering of the notes offered hereby is not contingent on the closing of the concurrent offering.

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time

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