

PROCTER & GAMBLE CO  
Form FWP  
May 05, 2009

Filed Pursuant to 433  
Registration No. 333-145938  
May 4, 2009

**Pricing Term Sheet**  
**Procter & Gamble International Funding SCA**  
**Floating Rate Notes due May 7, 2010**  
**Guaranteed by The Procter & Gamble Company**

**Issuer:** Procter & Gamble International Funding SCA  
**Guarantor:** The Procter & Gamble Company  
**Aggregate Principal Amount Offered:** \$2,000,000,000  
**Maturity Date:** May 7, 2010  
**Coupon (Interest Rate):** 3-month U.S. LIBOR + 1 basis point  
**Price to Public (Issue Price):** 100% of principal amount  
**Interest Payment Dates:** August 7, November 7, February 7 and May 7, commencing August 7, 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:** May 4, 2009  
**Settlement Date:** May 7, 2009 (T+3)  
**CUSIP Number:** 742732AD2  
**ISIN Number:** US742732AD23  
**Denominations:** \$2,000 x \$1,000  
**Joint Book-Running Managers:** Citigroup Global Markets Inc.  
J.P. Morgan Securities Inc.  
RBS Securities Inc.  
  
**Co-Managers:** Goldman, Sachs & Co.  
Banc of America Securities LLC  
Barclays Capital Inc.  
Deutsche Bank Securities Inc.  
HSBC Securities (USA) Inc.  
Mitsubishi UFJ Securities (USA), Inc.  
Morgan Stanley & Co Incorporated  
**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)  
**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

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this**

**offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll-free at 1-877-858-5407, J.P. Morgan Securities Inc. collect at 1-212-834-4533, or RBS Securities Inc. toll-free at 1-866-884-2071. Any disclaimers or other notices that may appear below are not applicable to this communication and should be disregarded. Such disclaimers or other notices were automatically generated as a result of this communication being sent via Bloomberg or another email system.**