

Edgar Filing: PROCTER & GAMBLE CO - Form 425

PROCTER & GAMBLE CO  
Form 425  
June 21, 2005

Filed by The Procter & Gamble Company  
Pursuant to Rule 425 under the Securities Act of 1933  
and deemed filed pursuant to Rule 14a-6(j)  
of the Securities and Exchange Act of 1934

Subject Company: The Gillette Company  
Commission File No.: 001-00922  
Registration No.: 333-123309

ADDITIONAL INFORMATION ON HOW TO VOTE YOUR P&G OR GILLETTE SHARES

Shareholder approval for the Gillette acquisition REQUIRES VOTES FROM THE MAJORITY OF P&G'S OUTSTANDING SHARES. THIS MEANS THAT IF YOU DON'T VOTE YOUR SHARES, THEY WILL BE COUNTED AS VOTES AGAINST THE MERGER.

Please use your shareholder right to vote in favor of the deal. Our Board of Directors has unanimously recommended voting in favor of the transaction. The merger will create a strong combined company that will be well positioned to benefit from the following:

Complementary strengths in innovation, selling and go-to-market capabilities to improve sales growth;

Strengthened line-up of industry leading brands;

Increased scale for better consumer value and lower costs; and

Enhanced relationships with retail customers.

We began mailing the proxy statements announcing the meeting to all P&G shareholders on 3 June 2005. It provides additional details about the deal so shareholders understand the importance of this acquisition.

Those with email access have received or will receive the proxy notification via email. Others will receive a hard copy.

You can vote via the internet, telephone, postal mail or in person. The proxy provides instructions for each option.

If you have questions or don't receive your proxy by 1 July, please contact Shareholder Services:

- o Within the US and Canada: (800) 742-6253
- o Outside North America: 513-983-3034

Please vote in favor of the acquisition -- the deal cannot be completed without your approval.

SHAREHOLDERS CAN SUBMIT THEIR PROXY BY MAIL, TELEPHONE, OR THE INTERNET. HERE ARE DETAILS HOW.

HOW TO VOTE BY PROXY

PROCTER & GAMBLE  
-----

## Edgar Filing: PROCTER & GAMBLE CO - Form 425

### BY MAIL:

To submit your proxy by mail, simply mark your proxy, date and sign it, and if you are a shareholder of record, return it to ADP, in the postage-paid envelope provided. If the envelope is missing, please address your completed proxy card to The Procter & Gamble Company c/o ADP, 51 Mercedes Way, Edgewood, NY 11717. If you are a beneficial owner, please refer to your proxy card or the information provided to you by your bank, broker, custodian or record holder.

### BY TELEPHONE:

If you are a shareholder of record, you can submit your proxy by telephone by calling the toll-free telephone number on your proxy card. Telephone voting is available 24 hours a day and will be accessible until 11:59 p.m. on July 11, 2005. Easy-to-follow voice prompts allow you to submit your proxy and confirm that your instructions have been properly recorded. If you are a beneficial owner, please refer to your proxy card or the information provided by your bank, broker, custodian or record holder for information on telephone voting. IF YOU SUBMIT YOUR PROXY BY TELEPHONE YOU DO NOT NEED TO RETURN YOUR PROXY CARD. IF YOU ARE LOCATED OUTSIDE THE UNITED STATES, CANADA AND PUERTO RICO, SEE YOUR PROXY CARD OR OTHER MATERIALS FOR ADDITIONAL INSTRUCTIONS. IF YOU HOLD SHARES THROUGH A BROKER OR OTHER CUSTODIAN, PLEASE CHECK THE VOTING FORM USED BY THAT FIRM TO SEE IF IT OFFERS TELEPHONE VOTING.

### BY INTERNET:

You can also choose to submit your proxy on the Internet. If you are a shareholder of record, the web site for Internet voting is on your proxy card. Internet voting is available 24 hours a day, AND WILL BE ACCESSIBLE UNTIL 11:59 P.M. ON JULY 11, 2005. If you are a beneficial owner, please refer to your proxy card or the information provided by your bank, broker, custodian or record holder for information on Internet voting. As with telephone voting, you will be given the opportunity to confirm that your instructions have been properly recorded. IF YOU SUBMIT YOUR PROXY ON THE INTERNET, YOU DO NOT NEED TO RETURN YOUR PROXY CARD. If you hold shares through a broker or other custodian, please check the voting form to see if it offers Internet voting.

GILLETTE

-----

### BY MAIL:

To submit your proxy by mail, simply mark your proxy, date and sign it, and if you are a shareholder of record, return it to ADP, in the postage-paid envelope provided. If the envelope is missing, please address your completed proxy card to The Gillette Company c/o ADP,

## Edgar Filing: PROCTER & GAMBLE CO - Form 425

51 Mercedes Way, Edgewood, NY 11717. If you are a beneficial owner, please refer to your proxy card or the information provided to you by your bank, broker, custodian or record holder.

### BY TELEPHONE:

If you are a shareholder of record, you can submit your proxy by telephone by calling the toll-free telephone number on your proxy card. Telephone voting is available 24 hours a day and will be accessible until 11:59 p.m. on July 11, 2005. Easy-to-follow voice prompts allow you to submit your proxy and confirm that your instructions have been properly recorded. If you are a beneficial owner, please refer to your proxy card or the information provided by your bank, broker, custodian or record holder for information on telephone voting. IF YOU SUBMIT YOUR PROXY BY TELEPHONE YOU DO NOT NEED TO RETURN YOUR PROXY CARD. IF YOU ARE LOCATED OUTSIDE THE UNITED STATES, CANADA AND PUERTO RICO, SEE YOUR PROXY CARD OR OTHER MATERIALS FOR ADDITIONAL INSTRUCTIONS. IF YOU HOLD SHARES THROUGH A BROKER OR OTHER CUSTODIAN, PLEASE CHECK THE VOTING FORM USED BY THAT FIRM TO SEE IF IT OFFERS TELEPHONE VOTING.

### BY INTERNET:

You can also choose to submit your proxy on the Internet. If you are a shareholder of record, the web site for Internet voting is on your proxy card. Internet voting is available 24 hours a day, AND WILL BE ACCESSIBLE UNTIL 11:59 P.M. ON JULY 11, 2005. If you are a beneficial owner, please refer to your proxy card or the information provided by your bank, broker, custodian or record holder for information on Internet voting. As with telephone voting, you will be given the opportunity to confirm that your instructions have been properly recorded. IF YOU SUBMIT YOUR PROXY ON THE INTERNET, YOU DO NOT NEED TO RETURN YOUR PROXY CARD. If you hold shares through a broker or other custodian, please check the voting form to see if it offers Internet voting.

### ADDITIONAL INFORMATION AND WHERE TO FIND IT

In connection with the proposed merger, The Procter & Gamble Company ("P&G") has filed a registration statement on Form S-4 on May 26, 2005 with the Securities and Exchange Commission (Registration No. 333-123309), containing a definitive joint proxy statement/prospectus. INVESTORS AND SECURITY HOLDERS ARE ADVISED TO READ THE DEFINITIVE JOINT PROXY STATEMENT/PROSPECTUS BECAUSE IT CONTAINS IMPORTANT INFORMATION. Investors and security holders may obtain a free copy of the definitive joint proxy statement/prospectus and other documents filed by P&G and The Gillette Company ("Gillette") with the Commission at the Commission's web site at <http://www.sec.gov>. Free copies of the definitive joint proxy statement/prospectus and each company's other filings with the Commission may also be obtained from the respective companies. Free copies of P&G's filings may be obtained by directing a request to P&G Investor Relations at 513-983-2415. Free copies of Gillette's filings may be obtained by directing a request to Gillette Investor Relations at 617-421-8172.

## Edgar Filing: PROCTER & GAMBLE CO - Form 425

This communication shall not constitute an offer to sell or the solicitation of an offer to buy securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.

### PARTICIPANTS IN THE SOLICITATION

P&G, Gillette and their respective directors, executive officers and other members of their management and employees may be soliciting proxies from their respective stockholders in favor of the merger. Information concerning persons who may be considered participants in the solicitation of P&G's stockholders under the rules of the Commission is set forth in the Proxy Statement filed by P&G with the Commission on August 27, 2004, and information concerning persons who may be considered participants in the solicitation of Gillette's stockholders under the rules of the Commission is set forth in the Proxy Statement filed by Gillette with the Commission on March 30, 2005.