HEWLETT PACKARD CO Form SC 13G/A January 30, 2001

Schedule 1	Page 1 of 4	
SEC 1745 (6-00)	Potential persons who are to respond information contained in this form as unless the form displays a currently	re not required to respond
	UNITED STATES SECURITIES AND EXCHANGE COMMIS: Washington, D.C. 2054	
	SCHEDULE 13G/A	
		OMB APPROVAL
		OMB Number: 3235-0145
		Expires: October 31, 2002
		Estimated average burden hours per response 14.9
	Under the Securities Exchange (Amendment No. 3)	
	Hewlett-Packard Compan	ny
	(Name of Issuer)	
	Common Stock, \$0.01 par value	per share
	(Title of Class of Securi	ties)
	428236103	
	(CUSIP Number)	
	December 31, 2000	
	(Date of Event which Requires Filing	of this Statement)
Check the is filed:	appropriate box to designate the rule p	ursuant to which this Schedule
[_]	Rule 13d-1(b)	
[X]	Rule 13d-1(c)	
[_]	Rule 13d-1(d)	
*The remai	nder of this cover page shall be filled	out for a reporting person's

initial filing on this form with respect to the subject class of securities, and

for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSI	P No. 4282361	03			
1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).				
	The David and Lucile Packard Foundation, IRS ID NO.: 942278431				
2.	Check the Appropriate Box if a Member of a Group (See Instructions)				
	(a) [_] Not Applicable.				
	(b) [_]				
3.	. SEC Use Only				
4. Citizenship or Place of Organization California					
Numb Shar	 er of	5.	Sole Voting Power 201,279,656		
Bene	ficially	6.	Shared Voting Power -0-		
Owne Each	-	7.	Sole Dispositive Power 201,279,656		
_	rting on With		Shared Dispositive Power -0-		
		9.	Aggregate Amount Beneficially Owned by Each Reporting Person 201,279,656		
		10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)		
		11.	Percent of Class Represented by Amount in Row (9) 10.4%		
		12.	Type of Reporting Person (See Instructions)		
			СО		

Item 1.

Schedule 13G

- (a) Name of Issuer: Hewlett-Packard Company
- (b) Address of Issuer's Principal Executive Offices: 3000 Hanover Street, Palo Alto, CA 94304

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Item 2.

- (a) Name of Person Filing: The David and Lucile Packard Foundation
- (b) Address of Principal Business Office or, if none, Residence: 300 Second Street, Suite 200, Los Altos, CA 94022
- (c) Citizenship: California
- (d) Title of Class of Securities: Common Stock, \$0.01 par value per share
- (e) CUSIP Number: 428236103
- Item 3. If this statement is filed pursuant to (S)(S)240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:
 - (a) [_] Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
 - (b) [_] Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
 - (c) [_] Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
 - (d) [_] Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - (e) [_] An investment advisor in accordance with (S)240.13d-1(b)(1)(ii)(E);
 - (f) [_] An employee benefit plan or endowment fund in accordance with
 (S) 240.13d-1(b) (1) (ii) (F);
 - (g) [_] A parent holding company or control person in accordance with
 (S) 240.13d-1(b)(1)(ii)(G);
 - (h) [_] A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
 - (i) [_] A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
 - (j) [_] Group, in accordance with (S)240.13d-1(b)(1)(ii)(J).

Item 4. Ownership

- (a) Amount beneficially owned: 201,279,656
- (b) Percent of class: 10.4%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote 201,279,656
 - (ii) Shared power to vote or to direct the vote $\,$ -0-
 - (iii) Sole power to dispose or to direct the disposition of 201,279,656

(iv) Shared power to dispose or to direct the disposition of -0-

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [_].

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

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Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date

/s/ George Vera

Signature

January 19, 2001

George Vera/Chief Financial Officer
-----Name/Title

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)