

HEWLETT PACKARD CO
Form 10-Q
June 09, 2014

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-Q

(Mark One)

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

For the quarterly period ended: April 30, 2014

Or

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

For the transition period from _____ to _____

Commission file number 1-4423

HEWLETT-PACKARD COMPANY

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

94-1081436

(I.R.S. employer
identification no.)

3000 Hanover Street, Palo Alto, California

(Address of principal executive offices)

94304

(Zip code)

(650) 857-1501

(Registrant's telephone number, including area code)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 (the "Exchange Act") during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting
(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined by Rule 12b-2 of the Exchange Act). Yes No

The number of shares of HP common stock outstanding as of May 31, 2014 was 1,871,351,513 shares.

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Forward-Looking Statements	

This Quarterly Report on Form 10-Q, including "Management's Discussion and Analysis of Financial Condition and Results of Operations" in Item 2 of Part I, contains forward-looking statements that involve risks, uncertainties and assumptions. If the risks or uncertainties ever materialize or the assumptions prove incorrect, the results of Hewlett-Packard Company and its consolidated subsidiaries ("HP") may differ materially from those expressed or implied by such forward-looking statements and assumptions. All statements other than statements of historical fact are statements that could be deemed forward-looking statements, including but not limited to any projections of revenue, margins, expenses, HP's effective tax rate, net earnings, net earnings per share, cash flows, benefit plan funding, share repurchases, currency exchange rates or other financial items; any projections of the amount, timing or impact of cost savings or restructuring charges; any statements of the plans, strategies and objectives of management for future operations, including the execution of restructuring plans and any resulting revenue or cost savings or profitability improvements; any statements concerning the expected development, performance, market share or competitive performance relating to products or services; any statements regarding current or future macroeconomic trends or events and the impact of those trends and events on HP and its financial performance; any statements regarding pending investigations, claims or disputes; any statements of expectation or belief; and any statements of assumptions underlying any of the foregoing. Risks, uncertainties and assumptions include the need to address the many challenges facing HP's businesses; the competitive pressures faced by HP's businesses; risks associated with executing HP's strategy and plans for future operations; the impact of macroeconomic and geopolitical trends and events; the need to manage third-party suppliers and the distribution of HP's products and services effectively; the protection of HP's intellectual property assets, including intellectual property licensed from third parties; risks associated with HP's international operations; the development and transition of new products and services and the enhancement of existing products and services to meet customer needs and respond to emerging technological trends; the execution and performance of contracts by HP and its suppliers, customers, clients and partners; the hiring and retention of key employees; integration and other risks associated with business combination and investment transactions; the execution, timing and results of restructuring plans, including estimates and assumptions related to the cost and the anticipated benefits of implementing those plans; the resolution of pending investigations, claims and disputes; and other risks that are described herein, including but not limited to the items discussed in "Risk Factors" in Item 1A of Part II of this report and that are otherwise described or updated from time to time in HP's Securities and Exchange Commission reports. HP assumes no obligation and does not intend to update these forward-looking statements.

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Part I. Financial Information

ITEM 1. Financial Statements and Supplementary Data.

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Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Consolidated Condensed Statements of Earnings****(Unaudited)**

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions, except per share amounts			
Net revenue:				
Products	\$ 17,752	\$ 17,458	\$ 36,522	\$ 35,728
Services	9,454	10,010	18,735	19,981
Financing income	103	114	206	232
Total net revenue	27,309	27,582	55,463	55,941
Costs and expenses:				
Cost of products	13,464	13,241	27,989	27,272
Cost of services	7,171	7,733	14,310	15,651
Financing interest	69	81	141	161
Research and development	873	815	1,684	1,609
Selling, general and administrative	3,391	3,342	6,601	6,642
Amortization of intangible assets	264	350	547	700
Restructuring charges	252	408	366	538
Acquisition-related charges	3	11	6	15
Total operating expenses	25,487	25,981	51,644	52,588
Earnings from operations	1,822	1,601	3,819	3,353
Interest and other, net	(174)	(193)	(337)	(372)
Earnings before taxes	1,648	1,408	3,482	2,981
Provision for taxes	(375)	(331)	(784)	(672)
Net earnings	\$ 1,273	\$ 1,077	\$ 2,698	\$ 2,309
Net earnings per share:				
Basic	\$ 0.67	\$ 0.56	\$ 1.42	\$ 1.19
Diluted	\$ 0.66	\$ 0.55	\$ 1.40	\$ 1.18
Cash dividends declared per share	\$	\$	\$ 0.29	\$ 0.26
Weighted-average shares used to compute net earnings per share:				

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Basic	1,890	1,935	1,898	1,944
Diluted	1,916	1,947	1,922	1,952

The accompanying notes are an integral part of these Consolidated Condensed Financial Statements.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Consolidated Condensed Statements of Comprehensive Income****(Unaudited)**

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions			
Net earnings	\$ 1,273	\$ 1,077	\$ 2,698	\$ 2,309
Other comprehensive income (loss) before taxes:				
Change in unrealized gains (losses) on available-for-sale securities:				
Unrealized gains (losses) arising during the period		19	(1)	22
Gains reclassified into earnings			(1)	
		19	(2)	22
Change in unrealized gains (losses) on cash flow hedges:				
Unrealized (losses) gains arising during the period	(309)	154	(239)	(160)
Losses (gains) reclassified into earnings	101	(24)	210	40
	(208)	130	(29)	(120)
Change in unrealized components of defined benefit plans:				
(Losses) gains arising during the period	(111)	1	(111)	1
Amortization of actuarial loss and prior service benefit	66	81	129	164
Curtailments, settlements and other	40		40	13
	(5)	82	58	178
Change in cumulative translation adjustment	(17)	(32)	(41)	(58)
Other comprehensive (loss) income before taxes	(230)	199	(14)	22
Benefit (provision) for taxes	68	(49)	(37)	15
Other comprehensive (loss) income, net of taxes	(162)	150	(51)	37
Comprehensive income	\$ 1,111	\$ 1,227	\$ 2,647	\$ 2,346

The accompanying notes are an integral part of these Consolidated Condensed Financial Statements.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Consolidated Condensed Balance Sheets**

	April 30, 2014	As of October 31, 2013
	In millions, except par value (Unaudited)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 15,096	\$ 12,163
Accounts receivable	14,288	15,876
Financing receivables	3,112	3,144
Inventory	5,840	6,046
Other current assets	11,547	13,135
Total current assets	49,883	50,364
Property, plant and equipment	11,350	11,463
Long-term financing receivables and other assets	9,043	9,556
Goodwill	31,134	31,124
Intangible assets	2,562	3,169
Total assets	\$ 103,972	\$ 105,676
 LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Notes payable and short-term borrowings	\$ 5,396	\$ 5,979
Accounts payable	13,521	14,019
Employee compensation and benefits	3,662	4,436
Taxes on earnings	1,263	1,203
Deferred revenue	6,416	6,477
Accrued restructuring	572	901
Other accrued liabilities	12,450	12,506
Total current liabilities	43,280	45,521
Long-term debt	17,190	16,608
Other liabilities	14,920	15,891
Commitments and contingencies		
Stockholders' equity:		
HP stockholders' equity		
Preferred stock, \$0.01 par value (300 shares authorized; none issued)		
Common stock, \$0.01 par value (9,600 shares authorized; 1,875 and 1,908 shares issued and outstanding, respectively)	19	19

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Additional paid-in capital	4,337	5,465
Retained earnings	27,658	25,563
Accumulated other comprehensive loss	(3,829)	(3,778)
Total HP stockholders' equity	28,185	27,269
Non-controlling interests	397	387
Total stockholders' equity	28,582	27,656
Total liabilities and stockholders' equity	\$ 103,972	\$ 105,676

The accompanying notes are an integral part of these Consolidated Condensed Financial Statements.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Consolidated Condensed Statements of Cash Flows****(Unaudited)**

	Six months ended April 30	
	2014	2013
	In millions	
Cash flows from operating activities:		
Net earnings	\$ 2,698	\$ 2,309
Adjustments to reconcile net earnings to net cash provided by operating activities:		
Depreciation and amortization	2,204	2,333
Stock-based compensation expense	300	291
Provision for doubtful accounts	13	39
Provision for inventory	99	178
Restructuring charges	366	538
Deferred taxes on earnings	(90)	472
Excess tax benefit from stock-based compensation	(33)	
Other, net	14	226
Changes in operating assets and liabilities (net of acquisitions):		
Accounts receivable	1,590	1,799
Financing receivables	254	349
Inventory	107	140
Accounts payable	(400)	(1,050)
Taxes on earnings	153	(426)
Restructuring	(681)	(402)
Other assets and liabilities	(609)	(678)
Net cash provided by operating activities	5,985	6,118
Cash flows from investing activities:		
Investment in property, plant and equipment	(1,837)	(1,400)
Proceeds from sale of property, plant and equipment	570	274
Purchases of available-for-sale securities and other investments	(451)	(497)
Proceeds from sale of available-for-sale securities and other investments	544	592
Payments made in connection with business acquisitions, net of cash acquired	(20)	(167)
Net cash used in investing activities	(1,194)	(1,198)
Cash flows from financing activities:		
Issuance (repayment) of commercial paper and notes payable, net	60	(133)
Issuance of debt	2,005	199
Payment of debt	(2,115)	(1,668)
Issuance of common stock under employee stock plans	131	212
Repurchase of common stock	(1,396)	(1,050)
Excess tax benefit from stock-based compensation	33	
Cash dividends paid	(576)	(541)

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Net cash used in financing activities	(1,858)	(2,981)
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Increase in cash and cash equivalents	2,933	1,939
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Cash and cash equivalents at beginning of period	12,163	11,301
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Cash and cash equivalents at end of period	\$ 15,096	\$ 13,240
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Supplemental schedule of non-cash investing and financing activities:

Purchase of assets under capital leases	\$ 113	\$ 3
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The accompanying notes are an integral part of these Consolidated Condensed Financial Statements.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements

(Unaudited)

Note 1: Basis of Presentation

In the opinion of management, the accompanying unaudited Consolidated Condensed Financial Statements of Hewlett-Packard Company and its consolidated subsidiaries ("HP") contain all adjustments, including normal recurring adjustments, necessary to present fairly HP's financial position as of April 30, 2014 and October 31, 2013, its results of operations for the three and six months ended April 30, 2014 and 2013 and its cash flows for the six months ended April 30, 2014 and 2013.

The results of operations for the three and six months ended April 30, 2014 and cash flows for the six months ended April 30, 2014 are not necessarily indicative of the results to be expected for the full year. The information included in this Quarterly Report on Form 10-Q should be read in conjunction with HP's Annual Report on Form 10-K for the fiscal year ended October 31, 2013, including "Management's Discussion and Analysis of Financial Condition and Results of Operations," "Quantitative and Qualitative Disclosures About Market Risk" and the Consolidated Financial Statements and notes thereto included in Items 7, 7A and 8, respectively, included therein.

The accompanying unaudited Consolidated Condensed Financial Statements include the accounts of HP and other subsidiaries and affiliates in which HP has a controlling financial interest. Non-controlling interests are presented as a separate component within Total stockholder's equity in the Consolidated Condensed Balance Sheets. Net earnings attributable to the non-controlling interests are eliminated within Interest and other, net in the Consolidated Condensed Statements of Earnings and are not presented separately as they were not material for any period presented. HP has eliminated all significant intercompany accounts and transactions.

Use of Estimates

The preparation of financial statements in accordance with U.S. generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the amounts reported in HP's Consolidated Condensed Financial Statements and accompanying notes. Actual results could differ materially from those estimates.

Segment Reorganization

HP has implemented certain segment and business unit realignments in order to align its segment financial reporting more closely with its current business structure. Prior year segment and business unit financial information have been conformed to the current-year presentation. None of the changes impacts HP's previously reported consolidated net revenue, earnings from operations, net earnings or net earnings per share. See Note 16 for a further discussion of HP's segment reorganization.

Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board ("FASB") amended the existing accounting standards for revenue recognition. The amendments are based on the principle that revenue should be recognized to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. HP is required to adopt the amendments in the first quarter of fiscal 2018. Early adoption is not permitted. The amendments may be applied retrospectively to each prior period presented or retrospectively with the cumulative effect recognized as of the date of initial application. HP is

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 1: Basis of Presentation (Continued)**

currently evaluating the impact of these amendments and the transition alternatives on its Consolidated Financial Statements.

In April 2014, the FASB issued guidance which changes the criteria for identifying a discontinued operation. The guidance limits the definition of a discontinued operation to the disposal of a component or group of components that is disposed of or is classified as held for sale and represents a strategic shift that has, or will have, a major effect on an entity's operations and financial results. The guidance is effective in the first quarter of fiscal 2016, with early adoption permitted for transactions that have not been reported in financial statements previously issued.

In July 2013, the FASB issued a new accounting standard requiring the presentation of certain unrecognized tax benefits as reductions to deferred tax assets rather than as liabilities in the Consolidated Balance Sheets when a net operating loss carryforward, a similar tax loss, or a tax credit carryforward exists. HP will be required to adopt this new standard on a prospective basis in the first quarter of fiscal 2015; however, early adoption is permitted as is retrospective application. HP is currently evaluating the timing, transition method and impact of this new standard on its Consolidated Financial Statements.

Note 2: Stock-Based Compensation

HP's stock-based compensation plans include HP's principal equity plans as well as various equity plans assumed through business combinations. HP's principal equity plans permit the issuance of restricted stock awards, stock options and performance-based awards.

Stock-based compensation expense and the resulting tax benefits were as follows:

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions			
Stock-based compensation expense	\$ 130	\$ 107	\$ 300	\$ 291
Income tax benefit	(43)	(32)	(96)	(89)
Stock-based compensation expense, net of tax	\$ 87	\$ 75	\$ 204	\$ 202

Restricted Stock Awards

Restricted stock awards are non-vested stock awards that include grants of restricted stock and grants of restricted stock units. For the six months ended April 30, 2014, HP granted only restricted stock units.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES
Notes to Consolidated Condensed Financial Statements (Continued)
(Unaudited)

Note 2: Stock-Based Compensation (Continued)

Non-vested restricted stock awards outstanding as of April 30, 2014 and changes during the six months ended April 30, 2014 were as follows:

	Six months ended April 30, 2014	
	Shares	Weighted- Average Grant Date Fair Value Per Share
	In thousands	
Outstanding at beginning of period	32,262	\$ 21
Granted	22,012	\$ 27
Vested	(12,424)	\$ 24
Forfeited	(1,136)	\$ 21
Outstanding at end of period	40,714	\$ 23

At April 30, 2014, there was \$617 million of unrecognized pre-tax stock-based compensation expense related to non-vested restricted stock awards, which HP expects to recognize over the remaining weighted-average vesting period of 1.5 years.

Stock Options

HP utilizes the Black-Scholes-Merton option pricing formula to estimate the fair value of stock options subject to service-based vesting conditions. HP estimates the fair value of stock options subject to performance-contingent vesting conditions using a combination of a Monte Carlo simulation model and a lattice model, as these awards contain market conditions. The weighted-average fair value and the assumptions used to measure fair value were as follows:

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
Weighted-average fair value of grants per option ⁽¹⁾	\$ 7.03	\$ 4.89	\$ 7.43	\$ 4.03
Expected volatility ⁽²⁾	30%	35%	34%	42%
Risk-free interest rate ⁽³⁾	1.59%	0.78%	1.78%	0.98%
Expected dividend yield ⁽⁴⁾	2.13%	2.90%	2.15%	3.75%
Expected term in months ⁽⁵⁾	63	62	68	70

(1) The fair value calculation was based on stock options granted during the period.

(2) For awards granted in fiscal 2014, expected volatility for stock options subject to service-based vesting was determined using the implied volatility derived from options traded on HP's common stock, whereas for performance-contingent stock options, expected

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volatility was determined using the historical volatility of HP's common stock. For awards granted in fiscal 2013, expected volatility for stock options subject to service-based vesting and performance-contingent stock options was determined using the implied volatility derived from options traded on HP's common stock.

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- (3) The risk-free interest rate was determined using the yield on U.S. Treasury zero-coupon issues at the grant date.
- (4) The expected dividend yield represents a constant dividend yield applied for the duration of the expected term of the option.
- (5) For stock options subject to service-based vesting, the expected term was determined using historical exercise and post-vesting termination patterns; and for performance-contingent stock options, the expected term represents an output from the lattice model.

Options outstanding as of April 30, 2014 and changes during the six months ended April 30, 2014 were as follows:

	Six months ended April 30, 2014			
	Shares In thousands	Weighted- Average Exercise Price	Weighted- Average Remaining Contractual Term In years	Aggregate Intrinsic Value In millions
Outstanding at beginning of period	84,042	\$ 27		
Granted	8,868	\$ 27		
Exercised	(4,955)	\$ 17		
Forfeited/cancelled/expired	(20,098)	\$ 32		
Outstanding at end of period	67,857	\$ 26	4.8	\$ 647
Vested and expected to vest at end of period	62,727	\$ 27	4.7	\$ 580
Exercisable at end of period	31,835	\$ 33	2.7	\$ 171

The aggregate intrinsic value in the table above represents the total pre-tax intrinsic value that option holders would have realized had all option holders exercised their options on April 30, 2014. The aggregate intrinsic value is the difference between HP's closing stock price on the last trading day of the second quarter of fiscal 2014 and the exercise price, multiplied by the number of in-the-money options. Total intrinsic value of options exercised for the three and six months ended April 30, 2014 was \$33 million and \$57 million, respectively.

At April 30, 2014, there was \$110 million of unrecognized pre-tax stock-based compensation expense related to unvested stock options, which HP expects to recognize over the remaining weighted-average vesting period of 2.2 years.

Note 3: Net Earnings Per Share

HP calculates basic net earnings per share ("EPS") using net earnings and the weighted-average number of shares outstanding during the reporting period. Diluted net EPS includes any dilutive effect of restricted stock awards, stock options and performance-based awards.

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The reconciliations of the numerators and denominators of each of the basic and diluted net EPS calculations were as follows:

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions, except per share amounts			
Numerator:				
Net earnings ⁽¹⁾	\$ 1,273	\$ 1,077	\$ 2,698	\$ 2,309
Denominator:				
Weighted-average shares used to compute basic net EPS	1,890	1,935	1,898	1,944
Dilutive effect of employee stock plans	26	12	24	8
Weighted-average shares used to compute diluted net EPS	1,916	1,947	1,922	1,952
Net earnings per share:				
Basic	\$ 0.67	\$ 0.56	\$ 1.42	\$ 1.19
Diluted	\$ 0.66	\$ 0.55	\$ 1.40	\$ 1.18

(1) Net earnings available to participating securities were not significant for the three and six months ended April 30, 2014 and 2013. HP considers restricted stock awards that provide the holder with a non-forfeitable right to receive dividends to be participating securities.

HP excludes options with exercise prices that are greater than the average market price from the calculation of diluted net EPS because their effect would be anti-dilutive. As such, for both the three and six months ended April 30, 2014, HP excluded options to purchase 19 million shares from the calculation of diluted net EPS compared to 53 million shares for both the three and six months ended April 30, 2013. HP also excluded options to purchase an additional 7 million shares and 8 million shares for the three and six months ended April 30, 2014, respectively, from the calculation of diluted net EPS compared to an additional 2 million shares and 6 million shares for the three and six months ended April 30, 2013, respectively, as their combined exercise price, unrecognized compensation and excess tax benefits were greater in each of those periods than the average market price for HP's stock.

Note 4: Balance Sheet Details

Balance sheet details were as follows:

Accounts Receivable, Net

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As of
April 30, October 31,
2014 2013

In millions

Accounts receivable	\$ 14,541	\$ 16,208
Allowance for doubtful accounts	(253)	(332)
	\$ 14,288	\$ 15,876

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 4: Balance Sheet Details (Continued)**

	Six months ended April 30, 2014	
	In millions	
Allowance for doubtful accounts accounts receivable:		
Balance at beginning of period	\$	332
Provision for doubtful accounts		(4)
Deductions, net of recoveries		(75)
Balance at end of period	\$	253

HP has third-party revolving short-term financing arrangements intended to facilitate the working capital requirements of certain customers. In the second quarter of fiscal 2014, HP expanded its financing arrangements, adding \$1.6 billion of capacity. These financing arrangements, which in certain cases provide for partial recourse, result in a transfer of HP's trade receivables and collection risk to third parties. These trade receivables are derecognized from the Consolidated Condensed Balance Sheets on transfer and when HP receives payment for the transferred trade receivables from the third parties. At April 30, 2014 and October 31, 2013, \$468 million and \$171 million of transferred trade receivables had not been collected from the third parties.

For the arrangements involving an element of recourse, the recourse obligation is measured using market data from similar transactions and reported as a current liability in the Consolidated Condensed Balance Sheets.

Trade receivables sold and cash received under these facilities was as follows:

	Three months ended April 30	
	2014	2013
	In millions	
Trade receivables sold	\$ 2,639	\$ 1,176
Cash receipts	\$ 2,295	\$ 1,038

	Six months ended April 30	
	2014	2013
	In millions	
Trade receivables sold	\$ 3,951	\$ 2,653
Cash receipts	\$ 3,653	\$ 2,515

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 4: Balance Sheet Details (Continued)**

The aggregate maximum, utilized and available program capacity under these arrangements were as follows:

	As of	
	April 30, 2014	October 31, 2013
	In millions	
Non-recourse arrangements:		
Maximum program capacity	\$ 1,115	\$ 764
Utilized capacity ⁽¹⁾	(559)	(314)
Available capacity	\$ 556	\$ 450
Partial-recourse arrangements:		
Maximum program capacity	\$ 1,914	\$ 631
Utilized capacity ⁽¹⁾	(1,470)	(454)
Available capacity	\$ 444	\$ 177
Total arrangements:		
Maximum program capacity	\$ 3,029	\$ 1,395
Utilized capacity ⁽¹⁾	(2,029)	(768)
Available capacity	\$ 1,000	\$ 627

(1) Amount represents receivables sold to the third parties, but not collected from the customer by the third parties. Included within the total utilized capacity are transferred trade receivables of \$468 million and \$171 million at April 30, 2014 and October 31, 2013, respectively, that HP has not collected from the third parties.

Inventory

	As of	
	April 30, 2014	October 31, 2013

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	In millions	
Finished goods	\$ 3,728	\$ 3,847
Purchased parts and fabricated assemblies	2,112	2,199
	\$ 5,840	\$ 6,046

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 4: Balance Sheet Details (Continued)***Property, Plant and Equipment*

	As of	
	April 30, 2014	October 31, 2013
	In millions	
Land	\$ 552	\$ 626
Buildings and leasehold improvements	8,919	8,942
Machinery and equipment, including equipment held for lease	17,090	16,565
	26,561	26,133
Accumulated depreciation	(15,211)	(14,670)
	\$ 11,350	\$ 11,463

For the six months ended April 30, 2014, the change in gross property, plant and equipment was due primarily to investments of \$1,845 million, which were partially offset by sales and retirements totaling \$1,479 million. Accumulated depreciation associated with the assets sold and retired was \$1,152 million.

Other Liabilities

	As of	
	April 30, 2014	October 31, 2013
	In millions	
Pension, post-retirement, and post-employment liabilities	\$ 4,979	\$ 5,098
Long-term deferred revenue	3,835	3,907
Deferred tax liability - long-term	1,481	2,668
Other long-term liabilities	4,625	4,218
	\$ 14,920	\$ 15,891

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 5: Goodwill and Intangible Assets***Goodwill*

Goodwill allocated to HP's reportable segments as of April 30, 2014 and changes in the carrying amount of goodwill during the six months ended April 30, 2014 are as follows:

	Personal Systems	Printing	Enterprise Group	Enterprise Services ⁽²⁾	Software	HP Financial Services	Corporate Investments	Total
	In millions							
Balance at beginning of period ⁽¹⁾	\$ 2,588	\$ 2,591	\$ 16,864	\$ 97	\$ 8,840	\$ 144	\$	\$ 31,124
Goodwill acquired during the period					12			12
Goodwill adjustments			(4)	2				(2)
Balance at end of period ⁽¹⁾	\$ 2,588	\$ 2,591	\$ 16,860	\$ 99	\$ 8,852	\$ 144	\$	\$ 31,134

(1) Goodwill at April 30, 2014 and October 31, 2013 is net of accumulated impairment losses of \$14,518 million. Of that amount, \$7,961 million relates to the Enterprise Services ("ES") segment, \$5,744 million relates to Software, and the remaining \$813 million relates to Corporate Investments.

(2) Goodwill at April 30, 2014 and October 31, 2013 relates to the MphasiS Limited reporting unit.

Effective at the beginning of its first quarter of fiscal 2014, HP implemented certain organizational changes to align its segment financial reporting more closely with its current business structure. As a result of the organizational realignments, which are described in detail in Note 16, goodwill has been reclassified to the respective segments as of the beginning of the period using a relative fair value approach.

Goodwill is tested for impairment at the reporting unit level. At the beginning of its first quarter of fiscal 2014, HP made a change to its reporting units. In connection with continued operational synergies and interdependencies between the Enterprise Servers, Storage and Networking reporting unit and the Technology Services ("TS") reporting unit within the Enterprise Group ("EG") segment, HP combined these reporting units to create the EG reporting unit. As of April 30, 2014 our reporting units are consistent with the reportable segments identified in Note 16, except for ES, which includes two reporting units: MphasiS Limited; and the remainder of ES.

HP evaluates the recoverability of goodwill as of the beginning of its fourth fiscal quarter and whenever events or changes in circumstances indicate there may be a potential impairment.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 5: Goodwill and Intangible Assets (Continued)***Intangible Assets*

HP's intangible assets are composed of:

	As of April 30, 2014			Net	As of October 31, 2013			Net
	Gross	Accumulated Amortization	Accumulated Impairment Loss		Gross	Accumulated Amortization	Accumulated Impairment Loss	
In millions								
Customer contracts, customer lists and distribution agreements	\$ 5,316	\$ (2,982)	\$ (856)	\$ 1,478	\$ 5,321	\$ (2,709)	\$ (856)	\$ 1,756
Developed and core technology and patents	4,238	(1,159)	(2,138)	941	5,331	(1,966)	(2,138)	1,227
Trade name and trade marks	1,723	(247)	(1,336)	140	1,730	(211)	(1,336)	183
In-process research and development	3			3	3			3
Total intangible assets	\$ 11,280	\$ (4,388)	\$ (4,330)	\$ 2,562	\$ 12,385	\$ (4,886)	\$ (4,330)	\$ 3,169

During the first six months of fiscal 2014, \$737 million of intangible assets became fully amortized and has been eliminated from gross intangible assets and accumulated amortization. HP also eliminated gross intangible assets and accumulated amortization related to the sale of a portfolio of intellectual property in the first quarter of fiscal 2014.

Estimated future amortization expense related to finite-lived intangible assets at April 30, 2014 is as follows:

Fiscal year:	In millions
2014 (remaining 6 months)	\$ 452
2015	865
2016	646
2017	238
2018	146
2019	110
Thereafter	102

Total \$ 2,559

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 6: Restructuring Charges*Summary of Restructuring Plans*

HP's restructuring activities summarized by plan were as follows:

	Balance, October 31, 2013	Three months ended April 30, 2014 Charges	Six months ended April 30, 2014 Charges	Cash Payments	Other Adjustments and Non-Cash Settlements	Balance, April 30, 2014	As of April 30, 2014 Total Costs Incurred to Date	Total Expected Costs to Be Incurred
<i>Fiscal 2012 Plan</i>								
Severance and EER	\$ 945	\$ 196	\$ 255	\$ (580)	\$ 8	\$ 628	\$ 3,291	\$ 3,500
Infrastructure and other	40	53	109	(76)	1	74	356	500
Total 2012 Plan	985	249	364	(656)	9	702	3,647	4,000
<i>Other Plans:</i>								
Severance	10			(2)		8	2,629	2,629
Infrastructure	122	3	2	(24)	1	101	1,441	1,443
Total Other Plans	132	3	2	(26)	1	109	4,070	4,072
Total restructuring plans	\$ 1,117	\$ 252	\$ 366	\$ (682)	\$ 10	\$ 811	\$ 7,717	\$ 8,072

At April 30, 2014 and October 31, 2013, HP included the short-term portion of the restructuring liability of \$572 million and \$901 million, respectively, in Accrued restructuring, and the long-term portion of \$239 million and \$216 million, respectively, in Other liabilities in the accompanying Consolidated Condensed Balance Sheets. The timing of associated cash payments is dependent upon the type of restructuring charge and can extend over a multi-year period.

Fiscal 2012 Restructuring Plan

On May 23, 2012, HP adopted a multi-year restructuring plan (the "2012 Plan") designed to simplify business processes, accelerate innovation and deliver better results for customers, employees and stockholders. As of April 30, 2014, HP estimated that it will eliminate approximately 34,000 positions in connection with the 2012 Plan through fiscal 2014, with a portion of those employees exiting the company as part of voluntary enhanced early retirement ("EER") programs in the United States and in certain other countries. As of April 30, 2014, HP estimated that it would recognize approximately \$4.0 billion in aggregate charges in connection with the 2012 Plan. HP expected to record these charges through the end of HP's fiscal 2014 as the accounting recognition criteria are met. HP expects to incur approximately \$3.5 billion related to workforce reductions, including the EER programs, and approximately \$500 million related to infrastructure, including data center and real

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estate consolidation, and other items. As of April 30, 2014, HP had eliminated approximately 31,400 positions for which a severance payment has been or will be made as part of the 2012 Plan. The severance- and infrastructure-related cash payments associated with the 2012 Plan are expected to be paid out through fiscal 2021.

On May 22, 2014, HP announced that the previously estimated number of eliminated positions under the 2012 Plan is expected to increase by between 11,000 and 16,000 as HP continues to optimize the workforce and reengineer HP's business processes to be more competitive and meet its objectives.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 6: Restructuring Charges (Continued)

HP estimates it will recognize an additional charge of approximately \$500 million based on the low-end of the estimated headcount increase and as the accounting recognition criteria are met. HP expects the related cash flow impact to be approximately \$200 million through the end of fiscal 2014, and approximately \$300 million thereafter.

HP expects a total of 41,000 positions to be eliminated by the end of fiscal 2014, with the remainder to be eliminated in fiscal 2015.

Other Plans

Restructuring plans initiated by HP in fiscal 2008 and 2010 were substantially completed as of April 30, 2014. Severance- and infrastructure-related cash payments associated with the other plans are expected to be paid out through fiscal 2019.

Note 7: Fair Value

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in an orderly transaction between market participants at the measurement date.

Fair Value Hierarchy

HP uses valuation techniques that are based upon observable and unobservable inputs. Observable or market inputs reflect market data obtained from independent sources, while unobservable inputs reflect HP's assumptions about market participant assumptions based on the best information available. Assets and liabilities are classified in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement:

Level 1 Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 Quoted prices in active markets for similar assets or liabilities, quoted prices for identical or similar assets or liabilities in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 Unobservable inputs for the asset or liability.

The fair value hierarchy gives the highest priority to observable inputs and lowest priority to unobservable inputs.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 7: Fair Value (Continued)**

The following table presents HP's assets and liabilities that are measured at fair value on a recurring basis:

	As of April 30, 2014				As of October 31, 2013			
	Fair Value Measured Using				Fair Value Measured Using			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
In millions								
Assets								
Time deposits	\$	\$ 3,360	\$	\$ 3,360	\$	\$ 2,221	\$	\$ 2,221
Money market funds	8,911			8,911	6,819			6,819
Mutual funds		323		323		313		313
Marketable equity securities	15	4		19	10	5		15
Foreign bonds	9	392		401	9	387		396
Other debt securities		2	46	48		2	47	49
Derivatives:								
Interest rate contracts		114		114		156		156
Foreign exchange contracts		246		246		284	3	287
Other derivatives		3		3		9		9
Total assets	\$ 8,935	\$ 4,444	\$ 46	\$ 13,425	\$ 6,838	\$ 3,377	\$ 50	\$ 10,265
Liabilities								
Derivatives:								
Interest rate contracts	\$	\$ 111	\$	\$ 111	\$	\$ 107	\$	\$ 107
Foreign exchange contracts		589	3	592		547	2	549
Other derivatives		2		2				
Total liabilities	\$	\$ 702	\$ 3	\$ 705	\$	\$ 654	\$ 2	\$ 656

For the six months ended April 30, 2014, there were no transfers between levels within the fair value hierarchy.

Valuation Techniques

Cash Equivalents and Investments: HP holds time deposits, money market funds, mutual funds, other debt securities primarily consisting of corporate and foreign government notes and bonds, and common stock and equivalents. HP values cash equivalents and equity investments

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using quoted market prices, alternative pricing sources, including net asset value, or models utilizing market observable inputs. The fair value of debt instruments was based on quoted market prices or model-driven valuations using inputs primarily derived from or corroborated by observable market data, and, in certain instances, internally developed valuation models that utilize assumptions which cannot be corroborated with observable market data.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 7: Fair Value (Continued)

Derivative Instruments: HP uses forward contracts, interest rate and total return swaps and option contracts to hedge certain foreign currency and interest rate exposures. When prices in active markets are not available for the identical asset or liability, HP uses industry standard valuation models to measure fair value. Where applicable, these models project future cash flows and discount the future amounts to present value using market-based observable inputs, including interest rate curves, HP and counterparty credit risk, foreign exchange rates, and forward and spot prices for currencies and interest rates. See Note 8 for a further discussion of HP's use of derivative instruments.

Other Fair Value Disclosures

Short- and Long-Term Debt: HP estimates the fair value of its debt primarily using an expected present value technique, which is based on observable market inputs using interest rates currently available to companies of similar credit standing for similar terms and remaining maturities, and considering its own credit risk. The portion of HP's debt that is hedged is reflected in the Consolidated Condensed Balance Sheets as an amount equal to the debt's carrying amount and a fair value adjustment representing changes in the fair value of the hedged debt obligations arising from movements in benchmark interest rates. The estimated fair value of HP's short- and long-term debt was approximately \$23.0 billion at April 30, 2014, compared to its carrying value of \$22.6 billion at that date. The estimated fair value of HP's short- and long-term debt was approximately \$22.7 billion at October 31, 2013, compared to its carrying value of \$22.6 billion at that date. If measured at fair value in the Consolidated Condensed Balance Sheets, short- and long-term debt would be classified in Level 2 of the fair value hierarchy.

Other Financial Instruments: For the balance of HP's financial instruments, primarily accounts receivable, accounts payable and financial liabilities included in other accrued liabilities, the carrying amounts approximate fair value due to their short maturities. If measured at fair value in the Consolidated Condensed Balance Sheets, these other financial instruments would be classified in Level 2 or Level 3 of the fair value hierarchy.

Non-Marketable Equity Investments and Non-Financial Assets: HP's non-marketable equity investments and non-financial assets, such as intangible assets, goodwill and property, plant and equipment, are recorded at fair value in the period an impairment charge is recognized.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 8: Financial Instruments***Cash Equivalents and Available-for-Sale Investments*

Cash equivalents and available-for-sale investments were as follows:

	As of April 30, 2014			As of October 31, 2013				
	Cost	Gross Unrealized Gain	Gross Unrealized Loss	Fair Value	Cost	Gross Unrealized Gain	Gross Unrealized Loss	Fair Value
In millions								
Cash Equivalents								
Time deposits	\$ 3,313	\$	\$	\$ 3,313	\$ 2,207	\$	\$	\$ 2,207
Money market funds	8,911			8,911	6,819			6,819
Mutual funds	130			130	13			13
Total cash equivalents	12,354			12,354	9,039			9,039
Available-for-Sale Investments								
Debt securities:								
Time deposits	47			47	14			14
Foreign bonds	316	85		401	310	86		396
Other debt securities	62		(14)	48	64		(15)	49
Total debt securities	425	85	(14)	496	388	86	(15)	459
Equity securities:								
Mutual funds	193			193	300			300
Equity securities in public companies	11	4		15	5	6		11
Total equity securities	204	4		208	305	6		311
Total available-for-sale investments	629	89	(14)	704	693	92	(15)	770
Total cash equivalents and available-for-sale investments	\$ 12,983	\$ 89	\$ (14)	\$ 13,058	\$ 9,732	\$ 92	\$ (15)	\$ 9,809

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All highly liquid investments with original maturities of three months or less at the date of acquisition are considered cash equivalents. As of April 30, 2014 and October 31, 2013, the carrying value of cash equivalents approximated fair value due to the short period of time to maturity. Time deposits were primarily issued by institutions outside the United States as of April 30, 2014 and October 31, 2013. The estimated fair value of the available-for-sale investments may not be representative of values that will be realized in the future.

Contractual maturities of short- and long-term investments in available-for-sale debt securities were as follows:

	As of April 30, 2014	
	Cost	Fair Value
	In millions	
Due in one to five years	\$ 33	\$ 33
Due in more than five years	392	463
	\$ 425	\$ 496

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 8: Financial Instruments (Continued)

Equity securities in privately held companies include cost basis and equity method investments. These amounted to \$52 million and \$50 million at April 30, 2014 and October 31, 2013, respectively, and are included in Long-term financing receivables and other assets in the Consolidated Condensed Balance Sheets.

Derivative Instruments

HP is a global company exposed to foreign currency exchange rate fluctuations and interest rate changes in the normal course of its business. As part of its risk management strategy, HP uses derivative instruments, primarily forward contracts, option contracts, interest rate swaps, and total return swaps, to hedge certain foreign currency, interest rate and, to a lesser extent, equity exposures. HP's objective is to offset gains and losses resulting from these exposures with losses and gains on the derivative contracts used to hedge them, thereby reducing volatility of earnings or protecting the fair value of assets and liabilities. HP does not have any leveraged derivatives and does not use derivative contracts for speculative purposes. HP designates its derivatives as fair value hedges, cash flow hedges or hedges of the foreign currency exposure of a net investment in a foreign operation ("net investment hedges"). Additionally, for derivatives not designated as hedging instruments, HP categorizes those economic hedges as other derivatives. HP recognizes all derivative instruments at fair value in the Consolidated Condensed Balance Sheets. HP classifies cash flows from its derivative programs as operating activities in the Consolidated Condensed Statements of Cash Flows.

As a result of its use of derivative instruments, HP is exposed to the risk that its counterparties will fail to meet their contractual obligations. To mitigate counterparty credit risk, HP has a policy of only entering into contracts with carefully selected major financial institutions based upon their credit ratings and other factors, and HP maintains dollar risk limits that correspond to each institution's credit rating and other factors. HP's established policies and procedures for mitigating credit risk include reviewing and establishing limits for credit exposure and periodically re-assessing the creditworthiness of counterparties. Master netting agreements mitigate credit exposure to counterparties by permitting HP to net amounts due from HP to a counterparty against amounts due to HP from the same counterparty under certain conditions.

To further mitigate credit exposure to counterparties, HP has collateral security agreements that allow HP to hold collateral from, or require HP to post collateral to, counterparties when aggregate derivative fair values exceed contractually established thresholds which are generally based on the credit ratings of HP and its counterparties. If HP's or the counterparty's credit rating falls below a specified credit rating, either party has the right to request full collateralization of the derivatives' net liability position. Collateral is generally posted within two business days. The fair value of derivatives with credit contingent features in a net liability position was \$258 million and \$207 million at April 30, 2014 and October 31, 2013, respectively, all of which were fully collateralized within two business days.

Under HP's derivative contracts, the counterparty can terminate all outstanding trades following a covered change of control event affecting HP that results in the surviving entity being rated below a specified credit rating. This credit contingent provision did not affect HP's financial position as of April 30, 2014 and October 31, 2013.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 8: Financial Instruments (Continued)

Fair Value Hedges

HP issues long-term debt in U.S. dollars based on market conditions at the time of financing. HP may enter into fair value hedges, such as interest rate swaps, to reduce the exposure of its debt portfolio to changes in fair value resulting from changes in interest rates by achieving a primarily U.S. dollar LIBOR-based floating interest expense. The swap transactions generally involve principal and interest obligations for U.S. dollar-denominated amounts. Alternatively, HP may choose not to swap fixed for floating interest payments or may terminate a previously executed swap if it believes a larger proportion of fixed-rate debt would be beneficial.

When investing in fixed-rate instruments, HP may enter into interest rate swaps that convert the fixed interest payments into variable interest payments and may designate these swaps as fair value hedges.

For derivative instruments that are designated and qualify as fair value hedges, HP recognizes the change in fair value on the derivative instrument, as well as the offsetting change in fair value on the hedged item, in Interest and other, net in the Consolidated Condensed Statements of Earnings in the period of change.

Cash Flow Hedges

HP uses a combination of forward contracts and option contracts designated as cash flow hedges to protect against the foreign currency exchange rate risks inherent in its forecasted net revenue and, to a lesser extent, cost of sales, operating expenses, and intercompany loans denominated in currencies other than the U.S. dollar. HP's foreign currency cash flow hedges mature generally within twelve months; however, certain leasing revenue-related forward contracts and intercompany loan forward contracts extend for the duration of the lease or loan term, which can be up to five years.

For derivative instruments that are designated and qualify as cash flow hedges, HP initially records changes in fair value for the effective portion of the derivative instrument in Accumulated other comprehensive loss as a separate component of stockholders' equity in the Consolidated Condensed Balance Sheets and subsequently reclassifies these amounts into earnings in the period during which the hedged transaction is recognized in earnings. HP reports the effective portion of its cash flow hedges in the same financial statement line item as changes in the fair value of the hedged item. During the three and six months ended April 30, 2014, HP did not discontinue any cash flow hedge for which it was probable that a forecasted transaction would not occur. During the three and six months ended April 30, 2013 there was no significant impact to results of operations as a result of discontinued cash flow hedges.

Net Investment Hedges

HP uses forward contracts designated as net investment hedges to hedge net investments in certain foreign subsidiaries whose functional currency is the local currency. As these derivative instruments are designated as net investment hedges, HP records the effective portion of the derivative instrument together with changes in the fair value of the hedged items in Cumulative translation adjustment as a separate component of stockholders' equity in the Consolidated Condensed Balance Sheets.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 8: Financial Instruments (Continued)

Other Derivatives

Other derivatives not designated as hedging instruments consist primarily of forward contracts HP uses to hedge foreign currency-denominated balance sheet exposures. HP also uses total return swaps and, to a lesser extent, interest rate swaps, based on equity or fixed income indices, to hedge its executive deferred compensation plan liability.

For derivative instruments not designated as hedging instruments, HP recognizes changes in fair value in earnings in the period of change. HP recognizes change in fair value on foreign currency forward contracts used to hedge balance sheet exposures in Interest and other, net in the Consolidated Condensed Statements of Earnings in the same period as the remeasurement gain or loss of the related foreign currency-denominated assets and liabilities. HP recognizes the change in fair value on total return swaps and interest rate swaps in Interest and other, net in the same period as the gain or loss from changes in the amount owed to participants in the executive deferred compensation plan.

Hedge Effectiveness

For interest rate swaps designated as fair value hedges, HP measures effectiveness by offsetting the change in fair value of the hedged instrument with the change in fair value of the derivative. For foreign currency options and forward contracts designated as cash flow or net investment hedges, HP measures effectiveness by comparing the cumulative change in the hedge contract with the cumulative change in the hedged item, both of which are based on forward rates. HP recognizes any ineffective portion of the hedge in the Consolidated Condensed Statements of Earnings in the same period in which ineffectiveness occurs. Amounts excluded from the assessment of effectiveness are recognized in the Consolidated Condensed Statements of Earnings in the period they arise.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 8: Financial Instruments (Continued)***Fair Value of Derivative Instruments in the Consolidated Condensed Balance Sheets*

The gross notional and fair value of derivative instruments in the Consolidated Condensed Balance Sheets were as follows:

	As of April 30, 2014					As of October 31, 2013				
	Long-Term Financing Receivables		Other Long-Term			Long-Term Financing Receivables		Other Long-Term		
	Gross Notional ⁽¹⁾	Current Assets	Other Assets	Accrued Liabilities	Other Liabilities	Gross Notional ⁽¹⁾	Current Assets	Other Assets	Accrued Liabilities	Other Liabilities
In millions										
Derivatives designated as hedging instruments										
Fair value hedges:										
Interest rate contracts	\$ 10,550	\$ 3	\$ 111	\$	\$ 111	\$ 11,100	\$ 31	\$ 125	\$	\$ 107
Cash flow hedges:										
Foreign exchange contracts	20,144	82	32	349	138	22,463	79	40	341	80
Net investment hedges:										
Foreign exchange contracts	1,975	30	41	13	19	1,920	30	40	20	12
Total derivatives designated as hedging instruments	32,669	115	184	362	268	35,483	140	205	361	199
Derivatives not designated as hedging instruments										
Foreign exchange contracts	12,535	36	25	51	22	16,048	72	26	76	20
Other derivatives	337	2	1	2		344	8	1		
Total derivatives not designated as hedging instruments	12,872	38	26	53	22	16,392	80	27	76	20
Total derivatives	\$ 45,541	\$ 153	\$ 210	\$ 415	\$ 290	\$ 51,875	\$ 220	\$ 232	\$ 437	\$ 219

(1) Represents the amount of contracts that were outstanding as of April 30, 2014 and October 31, 2013, respectively.

Offsetting of Derivative Instruments

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HP recognizes all derivatives on a gross basis in the Consolidated Condensed Balance Sheets. HP does not offset the fair value of its derivative instruments against the fair value of cash collateral posted under its collateral security agreements. As of April 30, 2014 and October 31, 2013, information related to the potential effect of HP's master netting agreements and collateral security agreements was as follows:

	As of April 30, 2014					
	In the Consolidated Condensed Balance Sheets					
	(i)	(ii)	(iii) = (i)-(ii)	(iv)	(v)	(vi) = (iii)-(iv)-(v)
				Gross Amounts Not Offset		
	Gross Amount Recognized	Gross Amount Offset	Net Amount Presented	Derivatives	Financial Collateral	Net Amount
	In millions					
Derivative assets	\$ 363	\$	\$ 363	\$ 336	\$ 15	\$ 12
Derivative liabilities	\$ 705	\$	\$ 705	\$ 336	\$ 254 ⁽¹⁾	\$ 115

⁽¹⁾ Of the \$254 million of collateral posted, \$15 million was through re-use of counterparty cash collateral and \$239 million was in cash.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 8: Financial Instruments (Continued)

As of October 31, 2013						
In the Consolidated Condensed Balance Sheets						
(i)	(ii)	(iii) = (i)-(ii)	(iv)	(v)	(vi) =	(iii)-(iv)-(v)
Gross Amount Recognized	Gross Amount Offset	Net Amount Presented	Derivatives	Financial Collateral	Gross Amounts Not Offset	Net Amount
In millions						
Derivative assets	\$ 452	\$ 452	\$ 372	\$ 30	\$	\$ 50
Derivative liabilities	\$ 656	\$ 656	\$ 372	\$ 283 ⁽¹⁾	\$	\$ 1

(1) Of the \$283 million of collateral posted, \$30 million was through re-use of counterparty cash collateral and \$253 million was in cash.

Effect of Derivative Instruments on the Consolidated Condensed Statements of Earnings

The before-tax effect of derivative instruments and related hedged items in fair value hedging relationships for the three and six months ended April 30, 2014 and 2013 were as follows:

Derivative Instrument	Location	Gain (Loss) Recognized in Earnings on Derivative and Related Hedged Item			Hedged Item	Location	Gain (Loss) Recognized in Earnings on Derivative and Related Hedged Item	
		Three months ended April 30, 2014	Six months ended April 30, 2014	Three months ended April 30, 2014			Six months ended April 30, 2014	
							In millions	
Interest rate contracts	Interest and other, net	\$ (22)	\$ (46)	Fixed-rate debt	Interest and other, net	\$ 22	\$ 46	

Derivative Instrument	Location	Gain (Loss) Recognized in Earnings on Derivative and Related Hedged Item			Hedged Item	Location	Gain (Loss) Recognized in Earnings on Derivative and Related Hedged Item	
		Three months ended April 30, 2013	Six months ended April 30, 2013	Three months ended April 30, 2013			Six months ended April 30, 2013	
							In millions	
Interest rate contracts	Interest and other, net	\$ 28	\$ (71)	Fixed-rate debt	Interest and other, net	\$ (28)	\$ 70	

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 8: Financial Instruments (Continued)**

The pre-tax effect of derivative instruments in cash flow and net investment hedging relationships for the three and six months ended April 30, 2014 was as follows:

	Gain (Loss) Recognized in Other Comprehensive Income ("OCI") on Derivatives (Effective Portion)		Gain (Loss) Reclassified from Accumulated OCI Into Earnings (Effective Portion)		
	Three months ended April 30, 2014	Six months ended April 30, 2014		Location	Three months ended April 30, 2014
	In millions			In millions	
Cash flow hedges:					
Foreign exchange contracts	\$ (311)	\$ (136)	Net revenue	\$ (63)	\$ (126)
Foreign exchange contracts	9	(78)	Cost of products	(21)	(44)
Foreign exchange contracts	11	11	Other operating expenses	(3)	(7)
Foreign exchange contracts	(18)	(36)	Interest and other, net	(14)	(33)
Total cash flow hedges	\$ (309)	\$ (239)		\$ (101)	\$ (210)
Net investment hedges:					
Foreign exchange contracts	\$ (67)	\$ (1)	Interest and other, net	\$	\$

The before-tax effect of derivative instruments in cash flow and net investment hedging relationships for the three and six months ended April 30, 2013 was as follows:

	Gain (Loss) Recognized in OCI on Derivatives (Effective Portion)		Gain (Loss) Reclassified from Accumulated OCI Into Earnings (Effective Portion)		
	Three months	Six months		Location	Three months

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	ended April 30, 2013	ended April 30, 2013		ended April 30, 2013	ended April 30, 2013
	In millions			In millions	
Cash flow hedges:					
Foreign exchange contracts	\$ 206	\$ 7	Net revenue	\$ 46	\$ (11)
Foreign exchange contracts	(44)	(169)	Cost of products	(27)	(30)
Foreign exchange contracts	3	11	Other operating expenses	4	5
Foreign exchange contracts	(11)	(9)	Interest and other, net	1	(4)
Total cash flow hedges	\$ 154	\$ (160)		\$ 24	\$ (40)

Net investment hedges:					
Foreign exchange contracts	\$ (2)	\$ (17)	Interest and other, net	\$	\$

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 8: Financial Instruments (Continued)**

As of April 30, 2014 and 2013, the portion of hedging instruments gain or loss excluded from the assessment of effectiveness was not material for fair value, cash flow or net investment hedges. Hedge ineffectiveness for fair value, cash flow and net investment hedges was not material in the three and six months ended April 30, 2014 and 2013.

As of April 30, 2014, HP expects to reclassify an estimated net accumulated other comprehensive loss of approximately \$202 million, net of taxes, to earnings in the next twelve months associated with cash flow hedges along with the earnings effects of the related forecasted transactions.

The pre-tax effect of derivative instruments not designated as hedging instruments on the Consolidated Condensed Statements of Earnings for the three and six months ended April 30, 2014 and 2013 was as follows:

		Gain (Loss) Recognized in Earnings on Derivatives	
		Three months ended April 30, 2014	Six months ended April 30, 2014
Location		In millions	
Foreign exchange contracts	Interest and other, net	\$ (183)	\$ 7
Other derivatives	Interest and other, net	2	(8)
Total		\$ (181)	\$ (1)

		Gain (Loss) Recognized in Earnings on Derivatives	
		Three months ended April 30, 2013	Six months ended April 30, 2013
Location		In millions	
Foreign exchange contracts	Interest and other, net	\$ (15)	\$ (55)
Other derivatives	Interest and other, net	3	10
Interest rate contracts	Interest and other, net	1	3
Total		\$ (11)	\$ (42)

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 9: Financing Receivables and Operating Leases**

Financing receivables represent sales-type and direct-financing leases resulting from the placement of HP and third-party products. These receivables typically have terms ranging from two to five years and are usually collateralized by a security interest in the underlying assets. Financing receivables also include billed receivables from operating leases. The components of financing receivables, which are included in Financing receivables, net and Long-term financing receivables and other assets in the accompanying Consolidated Condensed Balance Sheets, were as follows:

	As of	
	April 30, 2014	October 31, 2013
	In millions	
Minimum lease payments receivable	\$ 7,228	\$ 7,505
Unguaranteed residual value	245	252
Unearned income	(583)	(604)
Financing receivables, gross	6,890	7,153
Allowance for doubtful accounts	(137)	(131)
Financing receivables, net	6,753	7,022
Less: current portion	(3,112)	(3,144)
Amounts due after one year, net	\$ 3,641	\$ 3,878

Credit Quality Indicators

Due to the homogenous nature of its leasing transactions, HP manages its financing receivables on an aggregate basis when assessing and monitoring credit risk. Credit risk is generally diversified due to the large number of entities comprising HP's customer base and their dispersion across many different industries and geographical regions. HP evaluates the credit quality of an obligor at lease inception and monitors that credit quality over the term of a transaction. HP assigns risk ratings to each lease based on the creditworthiness of the obligor and other variables that augment or mitigate the inherent credit risk of a particular transaction. Such variables include the underlying value and liquidity of the collateral, the essential use of the equipment, the term of the lease, and the inclusion of guarantees, letters of credit, security deposits or other credit enhancements.

The credit risk profile of gross financing receivables, based on internally assigned ratings, was as follows:

	As of	
	April 30, 2014	October 31, 2013
	In millions	

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Risk Rating			
Low	\$	3,740	\$ 3,948
Moderate		3,024	3,084
High		126	121
Total	\$	6,890	\$ 7,153

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 9: Financing Receivables and Operating Leases (Continued)**

Accounts rated low risk typically have the equivalent of a Standard & Poor's rating of BBB- or higher, while accounts rated moderate risk generally have the equivalent of BB+ or lower. HP classifies accounts as high risk when it considers the financing receivable to be impaired or when management believes that there is a significant near-term risk of impairment.

Allowance for Doubtful Accounts

The allowance for doubtful accounts for financing receivables is comprised of a general reserve and a specific reserve. HP maintains general reserve percentages on a regional basis and bases such percentages on several factors, including consideration of historical credit losses and portfolio delinquencies, trends in the overall weighted-average risk rating of the portfolio, current economic conditions and information derived from competitive benchmarking. HP excludes accounts evaluated as part of the specific reserve from the general reserve analysis. HP establishes a specific reserve for leases with identified exposures, such as customer defaults, bankruptcy or other events, that make it unlikely HP will recover its investment in the lease. For individually evaluated receivables, HP determines the expected cash flow for the receivable, which includes consideration of estimated proceeds from disposition of the collateral, and calculates an estimate of the potential loss and the probability of loss. For those accounts where a loss is considered probable, HP records a specific reserve. HP generally records a write-off or specific reserve when an account reaches 180 days past due, or sooner if HP determines that the account is not collectible.

The allowance for doubtful accounts for financing receivables as of April 30, 2014, and changes during the six months ended April 30, 2014 were as follows:

	Six months ended April 30, 2014	
	In millions	
Balance at beginning of period	\$	131
Provision for doubtful accounts		17
Deductions, net of recoveries		(11)
 Balance at end of period	 \$	 137

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 9: Financing Receivables and Operating Leases (Continued)**

The gross financing receivables and related allowance collectively and individually evaluated for loss were as follows:

	As of	
	April 30, 2014	October 31, 2013
	In millions	
Gross financing receivables collectively evaluated for loss	\$ 6,601	\$ 6,773
Gross financing receivables individually evaluated for loss	289	380
Total	\$ 6,890	\$ 7,153
Allowance for financing receivables collectively evaluated for loss	\$ 94	\$ 95
Allowance for financing receivables individually evaluated for loss	43	36
Total	\$ 137	\$ 131

Non-Accrual and Past-Due Financing Receivables

HP considers a financing receivable to be past due when the minimum payment is not received by the contractually specified due date. HP generally places financing receivables on non-accrual status (suspension of interest accrual) and considers such receivables to be non-performing at the earlier of the time at which full payment of principal and interest becomes doubtful or the receivable becomes contractually 90 days past due. Subsequently, HP may recognize revenue on non-accrual financing receivables as payments are received (i.e., on a cash basis) if HP deems the recorded financing receivable to be fully collectible; however, if there is doubt regarding the ultimate collectability of the recorded financing receivable, all cash receipts are applied to the carrying amount of the financing receivable (i.e., the cost recovery method). In certain circumstances, such as when HP deems a delinquency to be of an administrative nature, financing receivables may accrue interest after they reach 90 days past due. The non-accrual status of a financing receivable may not impact a customer's risk rating. After all of a customer's delinquent principal and interest balances are settled, HP may return the related financing receivable to accrual status.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 9: Financing Receivables and Operating Leases (Continued)**

The following table summarizes the aging and non-accrual status of gross financing receivables:

	As of April 30, 2014	October 31, 2013
	In millions	
Billed⁽¹⁾:		
Current 1-30 days	\$ 296	\$ 217
Past due 31-60 days	28	50
Past due 61-90 days	25	15
Past due >90 days	54	46
Unbilled sales-type and direct-financing lease receivables	6,487	6,825
Total gross financing receivables	\$ 6,890	\$ 7,153
Gross financing receivables on non-accrual status ⁽²⁾	\$ 160	\$ 199
Gross financing receivables 90 days past due and still accruing interest ⁽²⁾	\$ 129	\$ 181

(1) Includes billed operating lease receivables and billed sales-type and direct-financing lease receivables.

(2) Includes billed operating lease receivables and billed and unbilled sales-type and direct-financing lease receivables.

Operating Lease Assets

Operating lease assets included in machinery and equipment in the Consolidated Condensed Balance Sheets were as follows:

	As of April 30, 2014	October 31, 2013
	In millions	

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Equipment leased to customers	\$	3,950	\$	3,822
Accumulated depreciation		(1,476)		(1,452)

	\$	2,474	\$	2,370
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Note 10: Guarantees

Guarantees

In the ordinary course of business, HP may issue performance guarantees to certain of its clients, customers and other parties pursuant to which HP has guaranteed the performance obligations of third parties. Some of those guarantees may be backed by standby letters of credit or surety bonds. In general, HP would be obligated to perform over the term of the guarantee in the event a specified

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 10: Guarantees (Continued)**

triggering event occurs as defined by the guarantee. HP believes the likelihood of having to perform under a material guarantee is remote.

HP has entered into service contracts with certain of its clients that are supported by financing arrangements. If a service contract is terminated as a result of HP's non-performance under the contract or failure to comply with the terms of the financing arrangement, HP could, under certain circumstances, be required to acquire certain assets related to the service contract. HP believes the likelihood of it being required to acquire a material amount of assets under these arrangements is remote.

Indemnifications

In the ordinary course of business, HP enters into contractual arrangements under which HP may agree to indemnify the third party to such arrangement from any losses incurred relating to the services they perform on behalf of HP or for losses arising from certain events as defined within the particular contract, which may include, for example, litigation or claims relating to past performance. HP also provides indemnifications to certain vendors and customers against claims of intellectual property infringement made by third parties arising from the vendor's and customer's use of HP's software products and services and certain other matters. Such indemnification obligations may not be subject to maximum loss clauses. Historically, payments made related to these indemnifications have been immaterial.

Warranty

HP accrues the estimated cost of product warranties at the time it recognizes revenue. HP engages in extensive product quality programs and processes, including actively monitoring and evaluating the quality of its component suppliers; however, contractual warranty terms, repair costs, product call rates, average cost per call, current period product shipments, ongoing product failure rates, as well as specific product class failures outside of HP's baseline experience, affect the estimated warranty obligation.

HP's aggregate product warranty liabilities as of April 30, 2014, and changes during the six months ended April 30, 2014 were as follows:

	Six months ended April 30, 2014	
	In millions	
Balance at beginning of period	\$	2,031
Accruals for warranties issued		900
Adjustments related to pre-existing warranties (including changes in estimates)		19
Settlements made (in cash or in kind)		(972)
Balance at end of period	\$	1,978

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 11: Borrowings***Notes Payable and Short-Term Borrowings*

Notes payable and short-term borrowings, including the current portion of long-term debt, were as follows:

	As of April 30, 2014		As of October 31, 2013	
	Amount	Weighted-Average Interest Rate	Amount	Weighted-Average Interest Rate
	Outstanding		Outstanding	
	In millions		In millions	
Current portion of long-term debt	\$ 4,584	2.1%	\$ 5,226	2.8%
Commercial paper ⁽¹⁾	349	0.5%	327	0.4%
Notes payable to banks, lines of credit and other ⁽¹⁾	463	3.9%	426	1.7%
	\$ 5,396		\$ 5,979	

(1) Commercial paper includes \$349 million and \$327 million and Notes payable to banks, lines of credit and other includes \$382 million and \$368 million at April 30, 2014 and October 31, 2013, respectively, of borrowing and funding-related activity associated with HP Financial Services ("HPFS") and its subsidiaries.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 11: Borrowings (Continued)***Long-Term Debt*

	As of	
	April 30, 2014	October 31, 2013
	In millions	
U.S. Dollar Global Notes⁽¹⁾		
2006 Shelf Registration Statement:		
\$500 issued at discount to par at a price of 99.694% in February 2007 at 5.4%, due March 2017	\$ 500	\$ 499
\$750 issued at discount to par at a price of 99.932% in March 2008 at 5.5%, due March 2018	750	750
\$2,000 issued at discount to par at a price of 99.561% in December 2008 at 6.125%, paid March 2014		1,999
\$1,500 issued at discount to par at a price of 99.993% in February 2009 at 4.75%, paid June 2014	1,500	1,500
2009 Shelf Registration Statement:		
\$1,100 issued at discount to par at a price of 99.887% in September 2010 at 2.125%, due September 2015	1,100	1,100
\$650 issued at discount to par at a price of 99.911% in December 2010 at 2.2%, due December 2015	650	650
\$1,350 issued at discount to par at a price of 99.827% in December 2010 at 3.75%, due December 2020	1,349	1,349
\$500 issued at par in May 2011 at three-month USD LIBOR plus 0.4%, paid May 2014	500	500
\$500 issued at discount to par at a price of 99.971% in May 2011 at 1.55%, paid May 2014	500	500
\$1,000 issued at discount to par at a price of 99.958% in May 2011 at 2.65%, due June 2016	1,000	1,000
\$1,250 issued at discount to par at a price of 99.799% in May 2011 at 4.3%, due June 2021	1,248	1,248
\$350 issued at par in September 2011 at three-month USD LIBOR plus 1.55%, due September 2014	350	350
\$750 issued at discount to par at a price of 99.977% in September 2011 at 2.35%, due March 2015	750	750
\$1,300 issued at discount to par at a price of 99.784% in September 2011 at 3.0%, due September 2016	1,298	1,298
\$1,000 issued at discount to par at a price of 99.816% in September 2011 at 4.375%, due September 2021	999	999
\$1,200 issued at discount to par at a price of 99.863% in September 2011 at 6.0%, due September 2041	1,198	1,198
\$650 issued at discount to par at a price of 99.946% in December 2011 at 2.625%, due December 2014	650	650
\$850 issued at discount to par at a price of 99.790% in December 2011 at 3.3%, due December 2016	849	849
\$1,500 issued at discount to par at a price of 99.707% in December 2011 at 4.65%, due December 2021	1,496	1,496
\$1,500 issued at discount to par at a price of 99.985% in March 2012 at 2.6%, due September 2017	1,500	1,500
\$500 issued at discount to par at a price of 99.771% in March 2012 at 4.05%, due September 2022	499	499
2012 Shelf Registration Statement:		
\$750 issued at par in January 2014 at three-month USD LIBOR plus 0.94%, due January 2019	750	
\$1,250 issued at discount to par at a price of 99.954% in January 2014 at 2.75%, due January 2019	1,249	
	20,685	20,684
EDS Senior Notes⁽¹⁾		
\$300 issued October 1999 at 7.45%, due October 2029	314	314
Other, including capital lease obligations, at 0.00%-8.50%, due in calendar years 2014-2024 ⁽²⁾	689	689
Fair value adjustment related to hedged debt	86	147
Less: current portion	(4,584)	(5,226)
Total long-term debt	\$ 17,190	\$ 16,608

(1)

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HP may redeem some or all of the fixed-rate U.S. Dollar Global Notes and EDS Senior Notes at any time in accordance with the terms thereof. The U.S. Dollar Global Notes are senior unsecured debt.

(2)

Other, including capital lease obligations includes \$177 million and \$244 million at April 30, 2014 and October 31, 2013, respectively, of borrowing- and funding-related activity associated with HPFS and its subsidiaries that are collateralized by receivables and underlying assets associated with the related capital and operating leases. For both the periods presented, the carrying amount of the assets approximated the carrying amount of the borrowings.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 11: Borrowings (Continued)

As disclosed in Note 8, HP uses interest rate swaps to mitigate the exposure of its debt portfolio to changes in fair value resulting from changes in interest rates by achieving a primarily U.S. dollar LIBOR-based floating interest expense. Interest rates shown in the table of long-term debt have not been adjusted to reflect the impact of any interest rate swaps.

In May 2012, HP filed a shelf registration statement (the "2012 Shelf Registration Statement") with the Securities Exchange Commission ("SEC") to enable the company to offer for sale, from time to time, in one or more offerings, an unspecified amount of debt securities, common stock, preferred stock, depositary shares and warrants. The 2012 Shelf Registration Statement replaced the registration statement filed in May 2009.

HP's Board of Directors has authorized the issuance of up to \$16.0 billion in aggregate principal amount of commercial paper by HP. HP's subsidiaries are authorized to issue up to an additional \$1.0 billion in aggregate principal amount of commercial paper. HP maintains two commercial paper programs, and a wholly-owned subsidiary maintains a third program. HP's U.S. program provides for the issuance of U.S. dollar-denominated commercial paper up to a maximum aggregate principal amount of \$16.0 billion. HP's euro commercial paper program, which was established in September 2012, provides for the issuance of commercial paper outside of the United States denominated in U.S. dollars, euros or British pounds up to a maximum aggregate principal amount of \$3.0 billion or the equivalent in those alternative currencies. The combined aggregate principal amount of commercial paper outstanding under those programs at any one time cannot exceed the \$16.0 billion authorized by HP's Board of Directors. The HP subsidiary's Euro Commercial Paper/Certificate of Deposit Programme provides for the issuance of commercial paper in various currencies of up to a maximum aggregate principal amount of \$500 million.

HP maintains senior unsecured committed credit facilities primarily to support the issuance of commercial paper. HP has a \$3.0 billion five-year credit facility that expires in March 2017 and a \$4.5 billion five-year credit facility that expires in April 2019. The \$4.5 billion credit facility expiring in April 2019 was executed in the second quarter of fiscal 2014 and replaced a previous \$4.5 billion credit facility that was to expire in February 2015. Both facilities support the U.S. commercial paper program and the euro commercial paper program. Commitment fees, interest rates and other terms of borrowing under the credit facilities vary based on HP's external credit ratings. HP's ability to have an outstanding U.S. commercial paper balance that exceeds the \$7.5 billion supported by these credit facilities is subject to a number of factors, including liquidity conditions and business performance. In addition, the \$3.0 billion five-year credit facility was amended in September 2012 to permit borrowings in euros and British pounds, with the amounts available in euros and British pounds being limited to the U.S. dollar equivalent of \$2.2 billion and \$300 million, respectively.

As of April 30, 2014, HP had the capacity to issue an unspecified amount of additional debt securities, common stock, preferred stock, depositary shares and warrants under the 2012 Shelf Registration Statement. As of that date, HP also had up to \$17.4 billion of available borrowing resources, including \$16.1 billion in available capacity under its commercial paper programs and \$1.3 billion relating to uncommitted lines of credit. The extent to which HP is able to utilize the 2012 Shelf Registration Statement and the commercial paper programs as sources of liquidity at any given time is subject to a number of factors, including market demand for HP securities and commercial paper, HP's financial performance, HP's credit ratings and market conditions generally.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 11: Borrowings (Continued)**

Interest expense on borrowings recognized in the Consolidated Condensed Statements of Earnings was as follows:

Expense	Location	Three months ended April 30		Six months ended April 30	
		2014	2013	2014	2013
In millions					
Financing interest	Financing interest	\$ 69	\$ 81	\$ 141	\$ 161
Interest expense	Interest and other, net	91	103	190	225
Total interest expense		\$ 160	\$ 184	\$ 331	\$ 386

Note 12: Income Taxes*Provision for Taxes*

HP's effective tax rate was 22.8% and 23.5% for the three months ended April 30, 2014 and 2013, respectively, and 22.5% for the six months ended April 30, 2014 and 2013. HP's effective tax rate generally differs from the U.S. federal statutory rate of 35% due to favorable tax rates associated with certain earnings from HP's operations in lower-tax jurisdictions throughout the world. HP has not provided U.S. taxes for all foreign earnings because HP plans to reinvest some of those earnings indefinitely outside the U.S.

In the three and six months ended April 30, 2014, HP recorded discrete items resulting in net tax charges of \$13 million and \$35 million, respectively. These amounts include tax charges of \$43 million and \$80 million for the three and six months ended April 30, 2014, respectively, partially offset by tax benefits on restructuring charges of \$30 million and \$45 million for the three and six months ended April 30, 2014, respectively.

In the three and six months ended April 30, 2013, HP recorded discrete items resulting in a net tax benefit of \$108 million and \$103 million, respectively. These amounts included tax benefits of \$47 million and \$63 million on restructuring and acquisition-related charges for the three and six months ended April 30, 2013, respectively. Other discrete items for the three and six months ended April 30, 2013 included tax benefits of \$81 million and \$131 million, respectively, for various adjustments to estimated tax provisions of foreign jurisdictions and miscellaneous tax charges. In addition, in January 2013, the American Taxpayer Relief Act of 2012 was signed into law. In the first quarter of fiscal 2013, HP recorded a tax benefit of \$50 million arising from the retroactive research and development credit provided by that legislation. HP also recorded a tax charge of \$150 million related to a past uncertain tax position in the first quarter of fiscal 2013, increasing the effective tax rate.

Uncertain Tax Positions

HP is subject to income tax in the U.S. and approximately 80 other countries and is subject to routine corporate income tax audits in many of these jurisdictions. In addition, HP is subject to numerous ongoing audits by federal, state and foreign tax authorities. HP believes it has provided adequate reserves for all tax deficiencies or reductions in tax benefits that could result from federal,

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 12: Income Taxes (Continued)**

state and foreign tax audits. HP regularly assesses the likely outcomes of these audits in order to determine the appropriateness of HP's tax provision. HP adjusts its uncertain tax positions to reflect the impact of negotiations, settlements, rulings, advice of legal counsel, and other information and events pertaining to a particular audit. However, income tax audits are inherently unpredictable and there can be no assurance that HP will accurately predict the outcome of these audits. The amounts ultimately paid on resolution of an audit could be materially different from the amounts previously included in the Provision for taxes and therefore the resolution of one or more of these uncertainties in any particular period could have a material impact on net income or cash flows.

As of April 30, 2014, the amount of unrecognized tax benefits was \$3.6 billion, of which up to \$1.8 billion would affect HP's effective tax rate if realized. HP recognizes interest income from favorable settlements and income tax receivables and interest expense and penalties accrued on unrecognized tax benefits in Provision for taxes in the Consolidated Condensed Statements of Earnings. As of April 30, 2014, HP had accrued \$220 million for interest and penalties.

HP engages in continuous discussions and negotiations with taxing authorities regarding tax matters in various jurisdictions. HP does not expect complete resolution of any U.S. Internal Revenue Service audit cycle within the next 12 months. However, it is reasonably possible that certain federal, foreign and state tax issues may be concluded in the next 12 months, including issues involving transfer pricing and other matters. Accordingly, HP believes it is reasonably possible that its existing unrecognized tax benefits may be reduced by up to \$1.3 billion within the next 12 months.

Deferred Tax Assets and Liabilities

Current and long-term deferred tax assets and liabilities are presented in the Consolidated Condensed Balance Sheets as follows:

	As of	
	April 30, 2014	October 31, 2013
	In millions	
Current deferred tax assets	\$ 2,961	\$ 3,893
Current deferred tax liabilities	(409)	(375)
Long-term deferred tax assets	1,144	1,346
Long-term deferred tax liabilities	(1,481)	(2,668)
Net deferred tax position	\$ 2,215	\$ 2,196

HP periodically engages in intercompany licensing arrangements that may result in advance payments between subsidiaries in different tax jurisdictions. When the local tax treatment of the intercompany licensing arrangements differs from their U.S. GAAP treatment, deferred taxes are recognized. For U.S. GAAP purposes, revenue from intercompany licensing arrangements is deferred and recognized ratably over the term of the arrangement. In the second quarter of fiscal 2014, the decline in current deferred tax assets reflects the reversal of certain of these timing differences. Further, during the second quarter of fiscal 2014, HP executed a multi-year intercompany licensing arrangement upon which advanced royalty payments were received, the result of which was the recognition of net long-term deferred tax assets of \$1.3 billion. This increase in long-term deferred tax

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 12: Income Taxes (Continued)**

assets is presented as a component of HP's long-term deferred tax liabilities due to the effects of jurisdictional netting.

Note 13: Stockholders' Equity*Share Repurchase Program*

HP's share repurchase program authorizes both open market and private repurchase transactions. In the three and six months ended April 30, 2014, HP executed share repurchases of 27 million shares and 48 million shares, respectively. Such repurchased shares were settled for \$831 million and \$1.4 billion, respectively. HP repurchased 1.7 million shares in the second quarter of fiscal 2014 that are expected to settle in the third quarter of fiscal 2014. In the three and six months ended April 30, 2013, HP paid \$797 million and \$1.1 billion in connection with repurchases of 36 million shares and 56 million shares, respectively. The shares repurchased and settled during the six months ended April 30, 2014 and 2013 were all open market transactions. As of April 30, 2014, HP had remaining authorization of \$6.2 billion for future share repurchases.

Reclassifications and Taxes related to Items of Other Comprehensive Income (Loss)

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions			
Other comprehensive income (loss):				
Net change in unrealized (losses) gains on available-for-sale securities:				
Unrealized (losses) gains arising during the period, net of tax expense of \$2 million and net of tax expense of \$5 million for the three months ended April 30, 2014 and 2013, respectively, net of tax expense of \$1 million and net of tax expense of \$38 million for the six months ended April 30, 2014 and 2013, respectively	\$ (2)	\$ 14	\$ (2)	\$ (16)
Reclassifications of gains into earnings, with no tax effect for the three months ended April 30, 2014 and 2013 and six months ended April 30, 2014 and 2013, respectively			(1)	
	(2)	14	(3)	(16)
Net change in unrealized (losses) gains on cash flow hedges:				
Unrealized (losses) gains arising during the period, net of tax benefit of \$75 million and net of tax expense of \$42 million for the three months ended April 30, 2014 and 2013, respectively, net of tax benefit of \$35 million and net of tax benefit of \$60 million for the six months ended April 30, 2014 and 2013, respectively	(234)	112	(204)	(100)
Reclassifications of losses (gains) into earnings, net of tax benefit of \$29 million and net of tax expense of \$10 million for the three months ended April 30, 2014 and 2013, respectively, net of tax benefit of \$63 million and net of tax benefit of \$7 million for the six months ended April 30, 2014 and 2013, respectively ⁽¹⁾	72	(14)	147	33
	(162)	98	(57)	(67)

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 13: Stockholders' Equity (Continued)**

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions			
Net change in unrealized components of defined benefit plans:				
(Losses) gains arising during the period, net of tax benefit of \$21 million and no tax effect for the three months ended April 30, 2014 and 2013, respectively, net of tax benefit of \$21 million and no tax effect for the six months ended April 30, 2014 and 2013, respectively	(90)	1	(90)	1
Amortization of actuarial loss and prior service benefit, net of tax benefit of \$2 million and net of tax benefit of \$16 million for the three months ended April 30, 2014 and 2013, respectively, net of tax benefit of \$14 million and net of tax benefit of \$21 million for the six months ended April 30, 2014 and 2013, respectively ⁽²⁾	64	65	115	143
Curtailments, settlements and other, net of tax expense \$7 million and no tax effect for the three months ended April 30, 2014 and 2013, respectively, net of tax expense of \$7 million and net of tax expense of \$1 million for the six months ended April 30, 2014 and 2013, respectively	33		33	12
	7	66	58	156
Net change in cumulative translation adjustment, net of tax benefit of \$12 million and net of tax benefit of \$4 million for the three months ended April 30, 2014 and 2013, respectively, net of tax expense of \$8 million and net of tax benefit of \$22 million for the six months ended April 30, 2014 and 2013, respectively	(5)	(28)	(49)	(36)
Other comprehensive (loss) income, net of taxes	\$ (162)	\$ 150	\$ (51)	\$ 37

(1)

Reclassification of pre-tax losses on cash flow hedges into the Consolidated Condensed Statements of Earnings was as follows:

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions			
Net revenue	\$ 63	\$ (46)	\$ 126	\$ 10
Cost of products	21	27	44	30
Other operating expenses	3	(4)	7	(5)
Interest and other, net	14	(1)	33	5

\$ 101 \$ (24) \$ 210 \$ 40

(2) These components are included in the computation of net pension and post-retirement benefit (credit) cost in Note 14.

Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 13: Stockholders' Equity (Continued)**

The components of accumulated other comprehensive loss, net of taxes as of April 30, 2014, and changes during the six months ended April 30, 2014 were as follows:

	Net unrealized gain on available- for-sale securities	Net unrealized loss on cash flow hedges	Unrealized components of defined benefit plans	Cumulative translation adjustment	Accumulated other comprehensive loss
In millions					
Balance at beginning of period	\$ 76	\$ (188)	\$ (3,084)	\$ (582)	\$ (3,778)
Other comprehensive loss before reclassifications	(2)	(204)	(57)	(49)	(312)
Reclassifications of (gains) losses into earnings	(1)	147	115		261
Balance at end of period	\$ 73	\$ (245)	\$ (3,026)	\$ (631)	\$ (3,829)

Note 14: Retirement and Post-Retirement Benefit Plans

HP's net pension and post-retirement benefit (credit) costs were as follows:

	Three months ended April 30					
	U.S. Defined Benefit Plans		Non-U.S. Defined Benefit Plans		Post- Retirement Benefit Plans	
	2014	2013	2014	2013	2014	2013
In millions						
Service cost	\$	\$	\$ 77	\$ 84	\$ 1	\$ 2
Interest cost	142	140	185	168	8	8
Expected return on plan assets	(202)	(211)	(286)	(250)	(9)	(8)
Amortization and deferrals:						
Actuarial loss (gain)	4	19	80	85	(2)	
Prior service benefit			(6)	(6)	(10)	(17)
Net periodic benefit (credit) cost	(56)	(52)	50	81	(12)	(15)
Curtailement gain			(5)			(4)
Settlement loss		3	2			
Special termination benefits			22	2		

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Net benefit (credit) cost	\$	(56)	\$	(49)	\$	69	\$	83	\$	(12)	\$	(19)
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Table of Contents**HEWLETT-PACKARD COMPANY AND SUBSIDIARIES****Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 14: Retirement and Post-Retirement Benefit Plans (Continued)**

	Six months ended April 30					
	U.S. Defined Benefit Plans		Non-U.S. Defined Benefit Plans		Post- Retirement Benefit Plans	
	2014	2013	2014	2013	2014	2013
	In millions					
Service cost	\$	\$	\$ 155	\$ 170	\$ 3	\$ 3
Interest cost	284	280	368	341	16	15
Expected return on plan assets	(405)	(423)	(568)	(507)	(17)	(17)
Amortization and deferrals:						
Actuarial loss (gain)	8	39	158	172	(5)	
Prior service benefit			(12)	(13)	(21)	(34)
Net periodic benefit (credit) cost	(113)	(104)	101	163	(24)	(33)
Curtailment gain			(5)			(7)
Settlement loss		8	2			
Special termination benefits			28	5	(11)	
Net benefit (credit) cost	\$ (113)	\$ (96)	\$ 126	\$ 168	\$ (35)	\$ (40)

Employer Contributions and Funding Policy

HP's policy is to fund its pension plans so that it makes at least the minimum contribution required by local government, funding and taxing authorities.

HP previously disclosed in its Consolidated Financial Statements for the fiscal year ended October 31, 2013 that it expected to contribute approximately \$617 million in fiscal 2014 to its non-U.S. pension plans and expected to pay approximately \$33 million to cover benefit payments to U.S. non-qualified plan participants. HP expected to pay approximately \$109 million to cover benefit claims for HP's post-retirement benefit plans.

During the six months ended April 30, 2014, HP contributed \$220 million to its non-U.S. pension plans, paid \$13 million to cover benefit payments to U.S. non-qualified plan participants, and paid \$48 million to cover benefit claims under HP's post-retirement benefit plans. During the remainder of fiscal 2014, HP anticipates making additional contributions of approximately \$397 million to its non-U.S. pension plans and approximately \$20 million to its U.S. non-qualified plan participants and expects to pay approximately \$61 million to cover benefit claims under HP's post-retirement benefit plans.

HP's pension and other post-retirement benefit costs and obligations depend on various assumptions. Differences between expected and actual returns on investments and changes in discount rates and other actuarial assumptions are reflected as unrecognized gains or losses, and such gains or losses are amortized to earnings in future periods. A deterioration in the funded status of a plan could result in a need for additional company contributions or an increase in net pension and post-retirement benefit costs in future periods. Actuarial gains or losses are determined at the measurement date and are amortized over the remaining service life for active plans or the life expectancy of plan participants for frozen plans.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 15: Litigation and Contingencies

HP is involved in lawsuits, claims, investigations and proceedings, including those identified below, consisting of intellectual property, commercial, securities, employment, employee benefits and environmental matters that arise in the ordinary course of business. HP accrues a liability when management believes that it is both probable that a liability has been incurred and the amount of loss can be reasonably estimated. HP believes it has recorded adequate provisions for any such matters and, as of April 30, 2014, it was not reasonably possible that a material loss had been incurred in excess of the amounts recognized in HP's financial statements. HP reviews these matters at least quarterly and adjusts its accruals to reflect the impact of negotiations, settlements, rulings, advice of legal counsel, and other information and events pertaining to a particular case. Based on its experience, HP believes that any damage amounts claimed in the specific matters discussed below are not a meaningful indicator of HP's potential liability. Litigation is inherently unpredictable. However, HP believes it has valid defenses with respect to legal matters pending against it. Nevertheless, cash flows or results of operations could be materially affected in any particular period by the resolution of one or more of these contingencies.

Litigation, Proceedings and Investigations

Copyright Levies. As described below, proceedings are ongoing or have been concluded involving HP in certain European Union ("EU") member countries, including litigation in Germany, Belgium and Austria, seeking to impose or modify levies upon equipment (such as multi-function devices ("MFDs"), personal computers ("PCs") and printers) and alleging that these devices enable producing private copies of copyrighted materials. Descriptions of some of the ongoing proceedings are included below. The levies are generally based upon the number of products sold and the per-product amounts of the levies, which vary. Some EU member countries that do not yet have levies on digital devices are expected to implement similar legislation to enable them to extend existing levy schemes, while some other EU member countries have phased out levies or are expected to limit the scope of levy schemes and applicability in the digital hardware environment, particularly with respect to sales to business users. HP, other companies and various industry associations have opposed the extension of levies to the digital environment and have advocated alternative models of compensation to rights holders.

Verwertungsgesellschaft Wort ("VG Wort"), a collection agency representing certain copyright holders, instituted legal proceedings against HP in the Stuttgart Civil Court seeking to impose levies on printers. On December 22, 2004, the court held that HP is liable for payments regarding all printers using ASCII code sold in Germany but did not determine the amount payable per unit. HP appealed this decision in January 2005 to the Stuttgart Court of Appeals. On May 11, 2005, the Stuttgart Court of Appeals issued a decision confirming that levies are due. On June 6, 2005, HP filed an appeal to the German Federal Supreme Court in Karlsruhe. On December 6, 2007, the German Federal Supreme Court issued a judgment that printers are not subject to levies under existing law. VG Wort appealed the decision by filing a claim with the German Federal Constitutional Court challenging the ruling that printers are not subject to levies. On September 21, 2010, the Constitutional Court published a decision holding that the German Federal Supreme Court erred by not referring questions on interpretation of German copyright law to the Court of Justice of the European Union ("CJEU") and therefore revoked the German Federal Supreme Court decision and remitted the matter to it. On July 21, 2011, the German Federal Supreme Court stayed the proceedings and referred several questions to the CJEU with regard to the interpretation of the European Copyright Directive. On June 27, 2013, the CJEU

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 15: Litigation and Contingencies (Continued)

issued its decision responding to those questions. The German Federal Supreme Court subsequently scheduled a joint hearing on this matter with other cases relating to reprographic levies on printers and PCs that was held on October 31, 2013. The German Federal Supreme Court is expected to issue a decision on July 3, 2014.

In September 2003, VG Wort filed a lawsuit against Fujitsu Technology Solutions GmbH ("Fujitsu") in the Munich Civil Court in Munich, Germany seeking to impose levies on PCs. This is an industry test case in Germany, and HP has agreed not to object to the delay if VG Wort sues HP for such levies on PCs following a final decision against Fujitsu. On December 23, 2004, the Munich Civil Court held that PCs are subject to a levy and that Fujitsu must pay €12 plus compound interest for each PC sold in Germany since March 2001. Fujitsu appealed this decision in January 2005 to the Munich Court of Appeals. On December 15, 2005, the Munich Court of Appeals affirmed the Munich Civil Court decision. Fujitsu filed an appeal with the German Federal Supreme Court in February 2006. On October 2, 2008, the German Federal Supreme Court issued a judgment that PCs were not photocopiers within the meaning of the German copyright law that was in effect until December 31, 2007 and, therefore, were not subject to the levies on photocopiers established by that law. VG Wort subsequently filed a claim with the German Federal Constitutional Court challenging that ruling. In January 2011, the Constitutional Court published a decision holding that the German Federal Supreme Court decision was inconsistent with the German Constitution and revoking the German Federal Supreme Court decision. The Constitutional Court also remitted the matter to the German Federal Supreme Court for further action. On July 21, 2011, the German Federal Supreme Court stayed the proceedings and referred several questions to the CJEU with regard to the interpretation of the European Copyright Directive. On June 27, 2013, the CJEU issued its decision responding to those questions. The German Federal Supreme Court subsequently scheduled a joint hearing on that matter with other cases relating to reprographic levies on printers that was held on October 31, 2013. The German Federal Supreme Court is expected to issue a decision on July 3, 2014.

Reprobel, a cooperative society with the authority to collect and distribute the remuneration for reprography to Belgian copyright holders, requested by extra-judicial means that HP amend certain copyright levy declarations submitted for inkjet MFDs sold in Belgium from January 2005 to December 2009 to enable it to collect copyright levies calculated based on the generally higher copying speed when the MFDs are operated in draft print mode rather than when operated in normal print mode. In March 2010, HP filed a lawsuit against Repobel in the French-speaking chambers of the Court of First Instance of Brussels seeking a declaratory judgment that no copyright levies are payable on sales of MFDs in Belgium or, alternatively, that copyright levies payable on such MFDs must be assessed based on the copying speed when operated in the normal print mode set by default in the device. On November 16, 2012, the court issued a decision holding that Belgium law is not in conformity with EU law in a number of respects and ordered that, by November 2013, Repobel substantiate that the amounts claimed by Repobel are commensurate with the harm resulting from legitimate copying under the reprographic exception. HP subsequently appealed that court decision to the Courts of Appeal in Brussels seeking to confirm that the Belgian law is not in conformity with EU law and that, if Belgian law is interpreted in a manner consistent with EU law, no payments by HP are required or, alternatively, the payments already made by HP are sufficient to comply with its obligations under Belgian law. On October 23, 2013, the Court of Appeal in Brussels stayed the proceedings and referred

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Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 15: Litigation and Contingencies (Continued)

several questions to the CJEU relating to whether the Belgian reprographic copyright levies system is in conformity with EU law.

Based on industry opposition to the extension of levies to digital products, HP's assessments of the merits of various proceedings and HP's estimates of the number of units impacted and the amounts of the levies, HP has accrued amounts that it believes are adequate to address the matters described above. However, the ultimate resolution of these matters and the associated financial impact on HP, including the number of units impacted and the amount of levies imposed, remains uncertain.

Fair Labor Standards Act Litigation. HP is involved in several lawsuits in which the plaintiffs are seeking unpaid overtime compensation and other damages based on allegations that various employees of EDS or HP have been misclassified as exempt employees under the Fair Labor Standards Act and/or in violation of the California Labor Code or other state laws. Those matters include the following:

Cunningham and Cunningham, et al. v. Electronic Data Systems Corporation is a purported collective action filed on May 10, 2006 in the United States District Court for the Southern District of New York claiming that current and former EDS employees allegedly involved in installing and/or maintaining computer software and hardware were misclassified as exempt employees. Another purported collective action, Steavens, et al. v. Electronic Data Systems Corporation, which was filed on October 23, 2007, is also now pending in the same court alleging similar facts. The Steavens case has been consolidated for pretrial purposes with the Cunningham case. On December 14, 2010, the court granted conditional certification of a class consisting of employees in 20 legacy EDS job codes in the consolidated Cunningham and Steavens matter. Approximately 2,600 current and former EDS employees have filed consents to opt in to the litigation. The plaintiffs had alleged separate "opt-out" classes based on the overtime laws of the states of California, Washington, Massachusetts and New York, but the plaintiffs have dismissed those claims.

Salva v. Hewlett-Packard Company is a purported collective action filed on June 15, 2012 in the United States District Court for the Western District of New York alleging that certain information technology employees allegedly involved in installing and/or maintaining computer software and hardware were misclassified as exempt employees under the Fair Labor Standards Act. On August 31, 2012, HP filed its answer to the plaintiffs' complaint and filed counterclaims against two of the three named plaintiffs. Also on August 31, 2012, HP filed a motion to transfer venue to the United States District Court for the Eastern District of Texas. A hearing on HP's motion to transfer venue was scheduled for November 21, 2012, but was stayed by the court.

Karl bom, et al. v. Electronic Data Systems Corporation is a class action filed on March 16, 2009 in California Superior Court alleging facts similar to the Cunningham and Steavens matters. In March 2010, the court stayed the matter; that stay was lifted in October 2012. On December 13, 2013, HP removed the case to federal court. The plaintiffs moved to remand the case; the case was subsequently remanded to state court.

Blake, et al. v. Hewlett-Packard Company is a purported nationwide collective action filed on February 17, 2011 in the United States District Court for the Southern District of Texas claiming that a class of information technology support personnel were misclassified as exempt employees under the Fair Labor Standards Act. On February 10, 2012, the plaintiffs filed a motion

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Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 15: Litigation and Contingencies (Continued)

requesting that the court conditionally certify the case as a collective action. On July 11, 2013, the court denied the plaintiffs' motion for conditional certification in its entirety. Only one opt-in plaintiff had joined the named plaintiff in the lawsuit at the time that the motion was filed.

Benedict v. Hewlett-Packard Company is a purported collective action filed on January 10, 2013 in the United States District Court for the Northern District of California alleging that certain technical support employees allegedly involved in installing, maintaining and/or supporting computer software and/or hardware for HP were misclassified as exempt employees under the Fair Labor Standards Act. The plaintiff has also alleged that HP violated California law by, among other things, allegedly improperly classifying these employees as exempt. On September 20, 2013, the plaintiffs filed a motion for conditional class certification. On February 13, 2014, the court granted the plaintiff's motion for conditional class certification.

State of South Carolina Department of Social Services Contract Dispute. In October 2012, the State of South Carolina Department of Social Services and related government agencies ("SCDSS") filed a proceeding before South Carolina's Chief Procurement Officer ("CPO") against Hewlett-Packard State & Local Enterprise Services, Inc., a subsidiary of HP ("HPSLES"). The dispute arises from a contract between SCDSS and HPSLES for the design, implementation and maintenance of a Child Support Enforcement and a Family Court Case Management System (the "CFS System"). SCDSS seeks aggregate damages of approximately \$275 million, a declaration that HPSLES is in material breach of the contract and, therefore, that termination of the contract for cause by SCDSS would be appropriate, and a declaration that HPSLES is required to perform certain additional disputed work that expands the scope of the original contract. In November 2012, HPSLES filed responsive pleadings asserting defenses and seeking payment of past-due invoices totaling more than \$12 million. On July 10, 2013, SCDSS terminated the contract with HPSLES for cause, and, in its termination notice, SCDSS asserted that HPSLES is responsible for all future federal penalties until the CFS System achieves federal certification, sought an immediate order requiring HPSLES to transfer to SCDSS all work completed and in progress, and indicated that it intends to seek suspension and debarment of HPSLES from contracting with the State of South Carolina. HPSLES is disputing the termination as improper and defective. In addition, on August 9, 2013, HPSLES filed its own affirmative claim within the proceeding alleging that SCDSS materially breached the contract by its improper termination and that SCDSS was a primary and material cause of the project delays. On September 4, 2013, the CPO denied SCDSS's motion for injunctive relief seeking immediate transfer of the system assets to SCDSS and indicated that the CPO would address that request following a hearing on the merits. The hearing on the merits before the CPO concluded on February 25, 2014. Closing arguments are scheduled for June 17, 2014.

India Directorate of Revenue Intelligence Proceedings. On April 30 and May 10, 2010, the India Directorate of Revenue Intelligence (the "DRI") issued show cause notices to Hewlett-Packard India Sales Private Ltd ("HPI"), a subsidiary of HP, seven then-current HP employees and one former HP employee alleging that HP underpaid customs duties while importing products and spare parts into India and seeking to recover an aggregate of approximately \$370 million, plus penalties. Prior to the issuance of the show cause notices, HP deposited approximately \$16 million with the DRI and agreed to post a provisional bond in exchange for the DRI's agreement to not seize HP products and spare parts and to not interrupt the transaction of business by HP in India.

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 15: Litigation and Contingencies (Continued)

On April 11, 2012, the Bangalore Commissioner of Customs issued an order on the products-related show cause notice affirming certain duties and penalties against HPI and the named individuals of approximately \$386 million, of which HPI had already deposited \$9 million. On December 11, 2012, HPI voluntarily deposited an additional \$10 million in connection with the products-related show cause notice.

On April 20, 2012, the Commissioner issued an order on the parts-related show cause notice affirming certain duties and penalties against HPI and certain of the named individuals of approximately \$17 million, of which HPI had already deposited \$7 million. After the order, HPI deposited an additional \$3 million in connection with the parts-related show cause notice so as to avoid certain penalties.

HPI filed appeals of the Commissioner's orders before the Customs Tribunal along with applications for waiver of the pre-deposit of remaining demand amounts as a condition for hearing the appeals. The Customs Department has also filed cross-appeals before the Customs Tribunal. On January 24, 2013, the Customs Tribunal ordered HPI to deposit an additional \$24 million against the products order, which HPI deposited in March 2013. The Customs Tribunal did not order any additional deposit to be made under the parts order. In December 2013, HPI filed applications before the Customs Tribunal seeking early hearing of the appeals as well as an extension of the stay of deposit as to HP and the individuals already granted until final disposition of the appeals. On February 7, 2014, the application for extension of the stay of deposit was granted by the Customs Tribunal until disposal of the appeals. The Customs Tribunal scheduled a hearing for June 10, 2014 and the DRI has requested a continuance of this hearing.

Russia GPO and Other FCPA Investigations. The German Public Prosecutor's Office ("German PPO") has been conducting an investigation into allegations that current and former employees of HP engaged in bribery, embezzlement and tax evasion relating to a transaction between Hewlett-Packard ISE GmbH in Germany, a former subsidiary of HP, and the General Prosecutor's Office of the Russian Federation. The approximately €35 million transaction, which was referred to as the Russia GPO deal, spanned the years 2001 to 2006 and was for the delivery and installation of an IT network. The German PPO has issued an indictment of four individuals, including one current and two former HP employees, on charges including bribery, breach of trust and tax evasion. The German PPO has also requested that HP be made an associated party to the case, and, if that request is granted, HP would participate in any portion of the court proceedings that could ultimately bear on the question of whether HP should be subject to potential disgorgement of profits based on the conduct of the indicted current and former employees. The Polish Central Anti-Corruption Bureau is also conducting an investigation into potential corruption violations by an employee of Hewlett-Packard Polska Sp. z o.o., an indirect subsidiary of HP, in connection with certain public-sector transactions in Poland. HP is cooperating with these investigating agencies.

The U.S. Department of Justice ("DOJ") and the Securities and Exchange Commission ("SEC") also conducted an investigation into the Russia GPO deal and potential violations of the Foreign Corrupt Practices Act ("FCPA"). In addition, the same U.S. enforcement agencies conducted investigations into certain other public-sector transactions in Russia, Poland, the Commonwealth of Independent States and Mexico, among other countries. On April 9, 2014, HP announced a resolution of the DOJ and SEC FCPA investigations. Pursuant to the terms of the resolution, HP has agreed to

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 15: Litigation and Contingencies (Continued)

pay approximately \$108 million to these two U.S. government agencies. HP also has agreed to undertake certain compliance, reporting and cooperation obligations.

ECT Proceedings. In January 2011, the postal service of Brazil, Empresa Brasileira de Correios e Telégrafos ("ECT"), notified an HP subsidiary in Brazil ("HP Brazil") that it had initiated administrative proceedings to consider whether to suspend HP Brazil's right to bid and contract with ECT related to alleged improprieties in the bidding and contracting processes whereby employees of HP Brazil and employees of several other companies allegedly coordinated their bids and fixed results for three ECT contracts in 2007 and 2008. In late July 2011, ECT notified HP Brazil it had decided to apply the penalties against HP Brazil and suspend HP Brazil's right to bid and contract with ECT for five years, based upon the evidence before it. In August 2011, HP Brazil appealed ECT's decision. In April 2013, ECT rejected HP Brazil's appeal, and the administrative proceedings were closed with the penalties against HP Brazil remaining in place. In parallel, in September 2011, HP Brazil filed a civil action against ECT seeking to have ECT's decision revoked. HP Brazil also requested an injunction suspending the application of the penalties until a final ruling on the merits of the case. The court of first instance has not issued a decision on the merits of the case, but it has denied HP Brazil's request for injunctive relief. HP Brazil appealed the denial of its request for injunctive relief to the intermediate appellate court, which issued a preliminary ruling denying the request for injunctive relief but reducing the length of the sanctions from five to two years. HP Brazil appealed that decision and, in December 2011, obtained a ruling staying enforcement of ECT's sanctions until a final ruling on the merits of the case. HP expects the court of first instance to issue a decision on the merits of the case in 2014 and any subsequent appeal on the merits to last several years.

Stockholder Litigation. As described below, HP is involved in various stockholder litigation matters commenced against certain current and former HP executive officers and/or certain current and former members of HP's Board of Directors in which the plaintiffs are seeking to recover damages related to HP's allegedly inflated stock price, certain compensation paid by HP to the defendants, other damages and/or injunctive relief:

Saginaw Police & Fire Pension Fund v. Marc L. Andreessen, et al. is a lawsuit filed on October 19, 2010 in the United States District Court for the Northern District of California alleging, among other things, that the defendants breached their fiduciary duties and were unjustly enriched by consciously disregarding HP's alleged violations of the FCPA. On August 15, 2011, the defendants filed a motion to dismiss the lawsuit. On March 21, 2012, the court granted the defendants' motion to dismiss, and the court entered judgment in the defendants' favor and closed the case on May 29, 2012. On June 28, 2012, the plaintiff filed an appeal with the United States Court of Appeals for the Ninth Circuit. The appeal has been fully briefed. The plaintiff was not available on the date originally noticed by the Court of Appeals and a new argument date has not yet been set.

A.J. Copeland v. Raymond J. Lane, et al. ("Copeland I") is a lawsuit filed on March 7, 2011 in the United States District Court for the Northern District of California alleging, among other things, that the defendants breached their fiduciary duties and wasted corporate assets in connection with HP's alleged violations of the FCPA, HP's severance payments made to Mark Hurd (a former Chairman of HP's Board of Directors and HP's Chief Executive Officer), and

HEWLETT-PACKARD COMPANY AND SUBSIDIARIES**Notes to Consolidated Condensed Financial Statements (Continued)****(Unaudited)****Note 15: Litigation and Contingencies (Continued)**

HP's acquisition of 3PAR Inc. The lawsuit also alleges violations of Section 14(a) of the Securities Exchange Act of 1934 (the "Exchange Act") in connection with HP's 2010 and 2011 proxy statements. On February 8, 2012, the defendants filed a motion to dismiss the lawsuit. On October 10, 2012, the court granted the defendants' motion to dismiss with leave to file an amended complaint. On November 1, 2012, the plaintiff filed an amended complaint adding an unjust enrichment claim and claims that the defendants violated Section 14(a) of the Exchange Act and breached their fiduciary duties in connection with HP's 2012 proxy statement. On December 13, 14 and 17, 2012, the defendants moved to dismiss the amended complaint. On December 28, 2012, the plaintiff moved for leave to file a third amended complaint. On May 6, 2013, the court denied the motion for leave to amend, granted the motions to dismiss with prejudice and entered judgment in the defendants' favor. On May 31, 2013, the plaintiff filed an appeal with the United States Court of Appeals for the Ninth Circuit. The appeal has been fully briefed.

A.J. Copeland v. Léo Apotheker, et al. ("Copeland II") is a lawsuit filed on February 10, 2014 in the United States District Court for the Northern District of California alleging, among other things, that the defendants used their control over HP and its corporate suffrage process in effectuating, directly participating in and/or aiding and abetting violations of Section 14(a) of the Exchange Act and Rule 14a-9 promulgated thereunder, violations of Sections 10(b) and 20(a) of the Exchange Act and Rule 10b-5 promulgated thereunder. The complaint asserts claims for breach of fiduciary duty, waste of corporate assets, unjust enrichment, and breach of the duty of candor. The claims arise out of the circumstances at HP relating to its 2013 and 2014 proxy statements, the departure of Mr. Hurd as Chairman of HP's Board of Directors and HP's Chief Executive Officer, alleged violations of the FCPA, and HP's acquisition of 3PAR Inc. and Autonomy Corporation plc ("Autonomy"). On February 25, 2014, the court issued an order granting HP's administrative motion to relate *Copeland II* to *Copeland I*.

Richard Gammel v. Hewlett-Packard Company, et al. is a putative securities class action filed on September 13, 2011 in the United States District Court for the Central District of California alleging, among other things, that from November 22, 2010 to August 18, 2011, the defendants violated Sections 10(b) and 20(a) of the Exchange Act by concealing material information and making false statements about HP's business model, the future of the webOS operating system, and HP's commitment to developing and integrating webOS products, including the TouchPad tablet PC. On April 11, 2012, the defendants filed a motion to dismiss the lawsuit. On September 4, 2012, the court granted the defendants' motion to dismiss and gave plaintiff 30 days to file an amended complaint. On October 19, 2012, plaintiff filed an amended complaint asserting the same causes of action but dropping one of the defendants and shortening the period that the alleged violations of the Exchange Act occurred to February 9, 2011 to August 18, 2011. On December 3, 2012, the defendants moved to dismiss the amended complaint. On May 8, 2013, the court granted the defendants' motion to dismiss in part and denied it in part. As a result of the court's ruling, the alleged class period in the action runs from June 1, 2011 to August 18, 2011. The parties commenced mediation before a private mediator on December 3, 2013. On March 31, 2014, the parties executed a settlement stipulation and the plaintiff filed a motion seeking preliminary approval of the settlement with the court. On May 2, 2014, the court preliminarily approved the settlement, directed notice be sent to class

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(Unaudited)

Note 15: Litigation and Contingencies (Continued)

members, and set the final approval hearing for September 15, 2014. As part of the proposed settlement, HP and certain of its insurers have agreed to pay approximately \$57 million into a settlement fund.

Ernesto Espinoza v. Léo Apotheker, et al. and Larry Salat v. Léo Apotheker, et al. are consolidated lawsuits filed on September 21, 2011 in the United States District Court for the Central District of California alleging, among other things, that the defendants violated Section 10(b) and 20(a) of the Exchange Act by concealing material information and making false statements about HP's business model and the future of webOS, the TouchPad and HP's PC business. The lawsuits also allege that the defendants breached their fiduciary duties, wasted corporate assets and were unjustly enriched when they authorized HP's repurchase of its own stock on August 29, 2010 and July 21, 2011. These lawsuits were previously stayed pending developments in the *Gammel* matter, but those stays have been lifted. The plaintiffs filed an amended consolidated complaint on August 21, 2013, and, on October 28, 2013, the defendants filed a motion to stay these matters. In an order dated February 13, 2014, the court granted the motion to stay and set a conference for August 11, 2014. The court has scheduled a jury trial to begin on July 14, 2015.

Luis Gonzalez v. Léo Apotheker, et al. and Richard Tyner v. Léo Apotheker, et al. are consolidated lawsuits filed on September 29, 2011 and October 5, 2011, respectively, in California Superior Court alleging, among other things, that the defendants breached their fiduciary duties, wasted corporate assets and were unjustly enriched by concealing material information and making false statements about HP's business model and the future of webOS, the TouchPad and HP's PC business and by authorizing HP's repurchase of its own stock on August 29, 2010 and July 21, 2011. The lawsuits are currently stayed pending resolution of the *Espinoza/Salat* consolidated action in federal court. The court has scheduled a status conference for August 25, 2014.

Cement & Concrete Workers District Council Pension Fund v. Hewlett-Packard Company, et al. is a putative securities class action filed on August 3, 2012 in the United States District Court for the Northern District of California alleging, among other things, that from November 13, 2007 to August 6, 2010 the defendants violated Sections 10(b) and 20(a) of the Exchange Act by making statements regarding HP's Standards of Business Conduct ("SBC") that were false and misleading because Mr. Hurd, who was serving as HP's Chairman and Chief Executive Officer during that period, had been violating the SBC and concealing his misbehavior in a manner that jeopardized his continued employment with HP. On February 7, 2013, the defendants moved to dismiss the amended complaint. On August 9, 2013, the court granted the defendants' motion to dismiss with leave to amend the complaint by September 9, 2013. The plaintiff filed an amended complaint on September 9, 2013, and the defendants moved to dismiss that complaint on October 24, 2013. A hearing on the defendants' motion to dismiss the amended complaint was held on May 29, 2014.

Autonomy-Related Legal Matters

Investigations. As a result of the findings of an ongoing investigation, HP has provided information to the U.K. Serious Fraud Office, the U.S. Department of Justice and the SEC related to the accounting improprieties, disclosure failures and misrepresentations at Autonomy that occurred prior to and in connection with HP's acquisition of Autonomy. On November 21, 2012, representatives

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Note 15: Litigation and Contingencies (Continued)

of the U.S. Department of Justice advised HP that they had opened an investigation relating to Autonomy. On February 6, 2013, representatives of the U.K. Serious Fraud Office advised HP that they had also opened an investigation relating to Autonomy. HP is cooperating with the three investigating agencies.

Litigation. As described below, HP is involved in various stockholder litigation relating to, among other things, its November 20, 2012 announcement that it recorded a non-cash charge for the impairment of goodwill and intangible assets within its Software segment of approximately \$8.8 billion in the fourth quarter of its 2012 fiscal year and HP's statements that, based on HP's findings from an ongoing investigation, the majority of this impairment charge related to accounting improprieties, misrepresentations to the market and disclosure failures at Autonomy that occurred prior to and in connection with HP's acquisition of Autonomy and the impact of those improprieties, failures and misrepresentations on the expected future financial performance of the Autonomy business over the long term. This stockholder litigation was commenced against, among others, certain current and former HP executive officers, certain current and former members of HP's Board of Directors, and certain advisors to HP. The plaintiffs in these litigation matters are seeking to recover certain compensation paid by HP to the defendants and/or other damages. These matters include the following:

In re HP Securities Litigation consists of two consolidated putative class actions filed on November 26 and 30, 2012 in the United States District Court for the Northern District of California alleging, among other things, that from August 19, 2011 to November 20, 2012, the defendants violated Sections 10(b) and 20(a) of the Exchange Act by concealing material information and making false statements related to HP's acquisition of Autonomy and the financial performance of HP's enterprise services business. On May 3, 2013, the lead plaintiff filed a consolidated complaint alleging that, during that same period, all of the defendants violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5(b) by concealing material information and making false statements related to HP's acquisition of Autonomy and that certain defendants violated SEC Rule 10b-5(a) and (c) by engaging in a "scheme" to defraud investors. On July 2, 2013, HP filed a motion to dismiss the lawsuit. On November 26, 2013, the court granted in part and denied in part HP's motion to dismiss, allowing claims to proceed against HP and Margaret C. Whitman based on alleged statements and/or omissions made on or after May 23, 2012. The court dismissed all of the plaintiff's claims that were based on alleged statements and/or omissions made between August 19, 2011 and May 22, 2012.

In re Hewlett-Packard Shareholder Derivative Litigation consists of seven consolidated lawsuits filed beginning on November 26, 2012 in the United States District Court for the Northern District of California alleging, among other things, that the defendants violated Sections 10(b) and 20(a) of the Exchange Act by concealing material information and making false statements related to HP's acquisition of Autonomy and the financial performance of HP's enterprise services business. The lawsuits also allege that the defendants breached their fiduciary duties, wasted corporate assets and were unjustly enriched in connection with HP's acquisition of Autonomy and by causing HP to repurchase its own stock at allegedly inflated prices between August 2011 and October 2012. One lawsuit further alleges that certain individual defendants engaged in or assisted insider trading and thereby breached their fiduciary duties, were unjustly

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Note 15: Litigation and Contingencies (Continued)

enriched and violated Sections 25402 and 25403 of the California Corporations Code. On May 3, 2013, the lead plaintiff filed a consolidated complaint alleging, among other things, that the defendants concealed material information and made false statements related to HP's acquisition of Autonomy and Autonomy's IDOL technology and thereby violated Sections 10(b) and 20(a) of the Exchange Act, breached their fiduciary duties, engaged in "abuse of control" over HP and corporate waste and were unjustly enriched. The litigation was stayed by agreement until July 31, 2013. On July 30, 2013, HP filed a motion to further stay the litigation until HP's Board of Directors decides whether to pursue any of the claims asserted in the litigation or the court rules on HP's motion to dismiss the consolidated complaint in the In re HP Securities Litigation matter. The court extended the stay of the litigation until June 16, 2014. An additional derivative action captioned Steinberg and Vogel v. Apotheker, et al. was filed in the United States District Court for the Northern District of California on May 16, 2014 containing substantially similar allegations and seeking substantially similar relief.

In re HP ERISA Litigation consists of three consolidated putative class actions filed beginning on December 6, 2012 in the United States District Court for the Northern District of California alleging, among other things, that from August 18, 2011 to November 22, 2012, the defendants breached their fiduciary obligations to HP's 401(k) Plan and its participants and thereby violated Sections 404(a)(1) and 405(a) of the Employee Retirement Income Security Act of 1974, as amended, by concealing negative information regarding the financial performance of Autonomy and HP's enterprise services business and by failing to restrict participants from investing in HP stock. On August 16, 2013, HP filed a motion to dismiss the lawsuit. On March 31, 2014, the Court granted HP's motion to dismiss this action with leave to amend.

Vincent Ho v. Margaret C. Whitman, et al. is a lawsuit filed on January 22, 2013 in California Superior Court alleging, among other things, that the defendants breached their fiduciary duties and wasted corporate assets in connection with HP's acquisition of Autonomy and by causing HP to repurchase its own stock at allegedly inflated prices between August 2011 and October 2012. On April 22, 2013, the court stayed the lawsuit pending resolution of the In re Hewlett-Packard Shareholder Derivative Litigation matter in federal court. Two additional derivative actions, James Gould v. Margaret C. Whitman, et al. and Leroy Noel v. Margaret C. Whitman, et al., were filed in California Superior Court on July 26, 2013 and August 16, 2013, respectively, containing substantially similar allegations and seeking substantially similar relief. Those actions also have been stayed pending resolution of the In re Hewlett-Packard Shareholder Derivative Litigation matter.

Cook v. Whitman, et al. is a lawsuit filed on March 18, 2014 in the Delaware Chancery Court, alleging, among other things, that the defendants breached their fiduciary duties and wasted corporate assets in connection with HP's acquisition of Autonomy. On May 15, 2014, HP moved to dismiss or stay the Cook matter.

Environmental

HP's operations and products are subject to various federal, state, local and foreign laws and regulations concerning environmental protection, including laws addressing the discharge of pollutants into the air and water, the management and disposal of hazardous substances and wastes, the cleanup

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(Unaudited)

Note 15: Litigation and Contingencies (Continued)

of contaminated sites, the content of HP's products and the recycling, treatment and disposal of those products. In particular, HP faces increasing complexity in its product design and procurement operations as it adjusts to new and future requirements relating to the chemical and materials composition of its products, their safe use, and the energy consumption associated with those products, including requirements relating to climate change. HP is also subject to legislation in an increasing number of jurisdictions that makes producers of electrical goods, including computers and printers, financially responsible for specified collection, recycling, treatment and disposal of past and future covered products (sometimes referred to as "product take-back legislation"). HP could incur substantial costs, its products could be restricted from entering certain jurisdictions, and it could face other sanctions, if it were to violate or become liable under environmental laws or if its products become non-compliant with environmental laws. HP's potential exposure includes fines and civil or criminal sanctions, third-party property damage or personal injury claims and clean-up costs. The amount and timing of costs to comply with environmental laws are difficult to predict.

HP is party to, or otherwise involved in, proceedings brought by U.S. or state environmental agencies under the Comprehensive Environmental Response, Compensation and Liability Act ("CERCLA"), known as "Superfund," or state laws similar to CERCLA, and may become a party to, or otherwise involved in, proceedings brought by private parties for contribution towards clean-up costs. HP is also conducting environmental investigations or remediations at several current or former operating sites pursuant to administrative orders or consent agreements with state environmental agencies.

Note 16: Segment Information

Description of Segments

HP is a leading global provider of products, technologies, software, solutions and services to individual consumers, small- and medium-sized businesses ("SMBs"), and large enterprises, including customers in the government, health and education sectors. HP's offerings span personal computing and other access devices; imaging- and printing-related products and services; multi-vendor customer services, including infrastructure technology and business process outsourcing, application development and support services, and consulting and integration services; enterprise information technology ("IT") infrastructure, including enterprise server and storage technology, networking products and solutions, and technology support and maintenance; and IT management software, information management solutions and security intelligence/risk management solutions.

HP's operations are organized into seven reportable segments for financial reporting purposes: Personal Systems, Printing, the Enterprise Group, Enterprise Services, Software, HP Financial Services and Corporate Investments. HP's organizational structure is based on a number of factors that management uses to evaluate, view and run its business operations, which include, but are not limited to, customer base, homogeneity of products and technology. The reportable segments are based on this organizational structure and information reviewed by HP's management to evaluate segment results.

The Personal Systems segment and the Printing segment are structured beneath a broader Printing and Personal Systems Group ("PPS"). While PPS is not a reportable segment, HP sometimes provides

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HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

Notes to Consolidated Condensed Financial Statements (Continued)

(Unaudited)

Note 16: Segment Information (Continued)

financial data aggregating the Personal Systems and the Printing segments within it in order to provide a supplementary view of its business.

A description of the types of products and services provided by segment follows.

The *Printing and Personal Systems Group's* mission is to leverage the respective strengths of the Personal Systems business and the Printing business by creating a unified organization that is customer-focused and poised to capitalize on rapidly shifting industry trends. Each of the segments within PPS is described below.

Personal Systems provides commercial personal computers ("PCs"), consumer PCs, workstations, thin clients, tablets, retail point-of-sale ("POS") systems, calculators and other related accessories, software, support and services for the commercial and consumer markets. HP groups commercial notebooks, commercial desktops, commercial tablets and workstations into commercial clients and consumer notebooks, consumer desktops and consumer tablets into consumer clients when describing its performance in these markets. Described below are HP's global business capabilities within Personal Systems.

Commercial PCs are optimized for use by commercial customers, including enterprise and SMB customers, and for connectivity, reliability and manageability in networked environments. Commercial PCs include the HP ProBook and HP EliteBook lines of notebooks, the HP Pro and HP Elite lines of business desktops and all-in-ones, retail POS systems, HP Thin Clients and HP ElitePad and HP Pro Tablet PCs. Commercial PCs also include workstations that are designed and optimized to reliably operate in high performance and demanding application environments including Z desktop workstations, Z all-in-ones and Z mobile workstations.

Consumer PCs include the HP Spectre, HP ENVY, HP Pavilion, HP Chromebooks and HP Split series of multi-media consumer notebooks, consumer tablets, hybrids (detachable tablets), and desktops, including the TouchSmart line of touch-enabled notebooks and all-in-one desktops. Consumer PCs also use the Compaq and Slate sub-brands for certain product offerings.

Printing provides consumer and commercial printer hardware, supplies, media, software and services, as well as scanning devices. Printing is also focused on imaging solutions in the commercial markets. HP groups LaserJet, large format printers and commercial inkjet printers into commercial hardware and consumer inkjet printers into consumer hardware when describing HP's performance in these markets. Described below are HP's global business capabilities within Printing.

Inkjet and Printing Solutions delivers HP's consumer and SMB inkjet solutions (hardware, supplies, media, and web-connected hardware and services). It includes single-function and all-in-one inkjet printers. Ongoing initiatives and programs such as Ink in the Office and Ink Advantage and newer initiatives such as Instant Ink are meant to provide innovative printing solutions to consumers and SMBs and include HP's Officejet Premium and Officejet Pro inkjet product portfolios.

LaserJet and Enterprise Solutions delivers HP's laserjet products, services and solutions to SMB and enterprise segments, including LaserJet printers and supplies (toner), multi-function devices, scanners, web-connected hardware and managed services, and enterprise software solutions, such as Web Jetadmin. Our Managed Print Services business provides printing equipment, supplies,

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Notes to Consolidated Condensed Financial Statements (Continued)

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Note 16: Segment Information (Continued)

support, workflow optimization and security services for SMB and enterprise customers around the world, utilizing proprietary HP tools and fleet management solutions as well as third-party software.

Graphics Solutions offers large format printing (Designjet and Scitex) and supplies, Indigo digital presses (HP Indigo and inkjet web press) and supplies, specialty printing systems and graphics services.

Software and Web Services delivers a suite of offerings, including photo-storage and printing offerings (such as Snapfish), document storage, entertainment services, web-connected printing, and PC back-up and related services.

The *Enterprise Group* provides servers, storage, networking and technology services that, when combined with HP's Cloud solutions, enable the customers to manage applications across public cloud, virtual private cloud, private cloud and traditional IT environments. Described below are HP's business units and capabilities within EG.

Industry Standard Servers offers ProLiant servers, running primarily Windows, Linux and virtualization platforms from software providers such as Microsoft Corporation and VMware, Inc. and open sourced software from other major vendors while leveraging x86 processors from Intel Corporation and Advanced Micro Devices, Inc. The business spans a range of server product lines, including microservers, towers, traditional rack, density-optimized rack and blades, as well as hyperscale solutions for large, distributed computing companies who buy and deploy nodes at a massive scale. The recently launched HP Moonshot servers, which operate on ARM-based, AMD-based and Intel® Atom -based processors, offer reduced cost, space, energy and complexity compared to traditional servers.

Business Critical Systems offers HP Integrity servers based on the Intel® Itanium®-based processor, HP Integrity NonStop solutions and mission critical x86 ProLiant Servers.

Storage offers traditional storage and Converged Storage solutions. Traditional storage includes tape, storage networking and legacy external disk products such as EVA and XP. Converged Storage solutions include 3PAR StoreServ, StoreOnce, StoreVirtual, and StoreAll products.

Networking offers switches, routers, wireless local area network ("WLAN") and network management products that span the data center, campus and branch environments and deliver software-defined networking and unified communications capabilities. HP's unified wired and wireless networking offerings include both WLAN access points and controllers/switches.

Technology Services provides technology consulting and support services focused on cloud, mobility and big data and provides IT organizations with advice, design, implementation, migration and optimization of HP's Enterprise Group platforms: servers, storage, networking and converged infrastructure. Support services include Datacenter Care, Foundation Care, Proactive Care, Flexible Capacity services and Lifecycle Event services. These services are available in the form of service contracts, pre-packaged offerings or on a customized basis.

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Note 16: Segment Information (Continued)

Enterprise Services provides technology consulting, outsourcing and support services across infrastructure, applications and business process domains. ES is divided into Infrastructure Technology Outsourcing and Application and Business Services.

Infrastructure Technology Outsourcing delivers comprehensive services that encompass the management of data centers, IT security, cloud computing, workplace technology, network, unified communications, and enterprise service management.

Application and Business Services helps clients develop, revitalize and manage their applications and information assets. The portfolio also includes intellectual property-based industry solutions along with technologies and related services, all of which help clients better manage their critical business processes for customer relationship management, finance and administration, human resources, payroll and document processing.

Software provides IT management, application testing and delivery, information management, big data analytics and security solutions for businesses and enterprises of all sizes to help them navigate the new style of IT. HP's IT management solutions help customers deliver applications and services that perform to defined standards and automate and assure the underlying infrastructure, be it traditional, cloud or hybrid. HP's big data solutions include the HP HAVEn Big Data platform, which, together with the Autonomy, Vertica, and security products, is designed to help customers manage their structured and unstructured information securely. HP's security solutions provide security from the infrastructure through applications and information.

HP's software offerings include licenses, support, professional services and Software-as-a-Service ("SaaS"). Described below are HP's global business capabilities within Software.

IT Operations Management, which is part of HP's IT management offerings, provides software required to automate routine IT tasks and to pinpoint IT problems when they occur, helping enterprises to reduce operational costs and improve the reliability of applications running in a traditional, cloud or hybrid environment.

Application Delivery Management, provides software that enables organizations to deliver high performance applications by automating the processes required to ensure the quality and scalability of desktop, web, mobile and cloud-based applications.

Enterprise Security software is designed to disrupt fraud, hackers and cyber criminals by scanning software and websites for security vulnerabilities, improving network defenses and providing real-time warning of threats as they emerge.

HP Autonomy offers a wide array of software that enable enterprises to monetize and protect their information such as video, audio and text documents through solutions for marketing optimization, information governance and e-discovery.

Vertica is HP's next-generation big data analytics software, designed to capture and analyze information at massive scale and speed while reducing costs by using open-system infrastructure.

HP Financial Services acts as a strategic enabler for HP by providing financing for customers to purchase complete IT solutions, including hardware, software and services from HP. HPFS offers financial solutions to customers to manage to the lowest total cost of ownership from planning and

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(Unaudited)

Note 16: Segment Information (Continued)

acquiring technology all the way to replacing or retiring it. HPFS offers leasing, financing, utility programs and asset management services for large enterprise customers. HPFS also helps customers manage the risks of older or surplus IT equipment, which helps provide full life cycle coverage to HPFS customers.

Corporate Investments includes HP Labs and certain business incubation projects.

Segment Data

HP derives the results of the business segments directly from its internal management reporting system. The accounting policies HP uses to derive segment results are substantially the same as those the consolidated company uses. Management measures the performance of each segment based on several metrics, including earnings from operations. Management uses these results, in part, to evaluate the performance of, and to assign resources to, each of the segments.

Segment revenue includes revenues from sales to external customers and intersegment revenues that reflect transactions between the segments that are carried out at an arm's-length transfer price. Intersegment revenues primarily consist of sales of hardware and software that are sourced internally and, in the majority of the cases, are classified as operating leases within HPFS. HP's consolidated net revenue is derived and reported after the elimination of intersegment revenues from such arrangements in accordance with U.S. GAAP.

Financing interest in the Consolidated Condensed Statements of Earnings reflects interest expense on debt attributable to HPFS. Debt attributable to HPFS consists of intercompany equity that is treated as debt for segment reporting purposes, intercompany debt and borrowing- and funding-related activity associated with HPFS and its subsidiaries.

HP does not allocate to its segments certain operating expenses, which it manages at the corporate level. These unallocated costs include certain corporate governance costs, stock-based compensation expense, amortization of intangible assets, restructuring charges and acquisition-related charges.

Effective at the beginning of its first quarter of fiscal 2014, HP implemented certain organizational changes to align its segment financial reporting more closely with its current business structure. These organizational changes include:

transferring the HP Exstream business from the Commercial Hardware business unit within the Printing segment to the Software segment;

transferring the Personal Systems trade and warranty support business from the TS business unit within the EG segment to the Other business unit within the Personal Systems segment;

transferring the spare and replacement parts business supporting the Personal Systems and Printing segments from the TS business unit within the EG segment to the Other business unit within the Personal Systems segment and the Commercial Hardware business unit within the Printing segment, respectively;

transferring certain cloud-related incubation activities previously reported in Corporate and unallocated costs and eliminations and in the EG segment to the Corporate Investments segment.

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Note 16: Segment Information (Continued)

In addition, HP transferred certain intrasegment eliminations from the ES segment and the EG segment to corporate intersegment revenue eliminations.

HP has reflected these changes to its segment information retrospectively to the earliest period presented, which has resulted in the transfer of revenue among the Printing, Personal Systems, EG, ES and Software segments and the transfer of operating profit among the Printing, Personal Systems, EG, Software and Corporation Investments segments. These changes had no impact on the previously reported financial results for the HPFS segment. In addition, none of these changes impacted HP's previously reported consolidated net revenue, earnings from operations, net earnings or net earnings per share. The organizational changes did not have a material effect on segment assets.

There have been no material changes to the total assets of HP's individual segments since October 31, 2013.

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Selected segment operating results were as follows:

	Printing and Personal Systems		Enterprise Group	Enterprise Services	Software	HP		Total
	Personal Systems	Printing				Financial Services	Corporate Investments	
In millions								
Three months ended April 30, 2014								
Net revenue	\$ 7,960	\$ 5,767	\$ 6,395	\$ 5,443	\$ 891	\$ 847	\$ 6	\$ 27,309
Intersegment net revenue and other	216	67	262	259	80	20		904
Total segment net revenue	\$ 8,176	\$ 5,834	\$ 6,657	\$ 5,702	\$ 971	\$ 867	\$ 6	\$ 28,213
Earnings (loss) from operations	\$ 290	\$ 1,140	\$ 961	\$ 144	\$ 186	\$ 99	\$ (98)	\$ 2,722
Three months ended April 30, 2013								
Net revenue	\$ 7,351	\$ 6,046	\$ 6,526	\$ 5,889	\$ 894	\$ 866	\$ 10	\$ 27,582
Intersegment net revenue and other	259	48	268	244	73	15		907
Total segment net revenue	\$ 7,610	\$ 6,094	\$ 6,794	\$ 6,133	\$ 967	\$ 881	\$ 10	\$ 28,489
Earnings (loss) from operations	\$ 244	\$ 970	\$ 1,074	\$ 156	\$ 180	\$ 97	\$ (75)	\$ 2,646

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Six months ended										
April 30, 2014										
Net revenue	\$ 16,270	\$ 11,549	\$ 13,186	\$ 10,726	\$ 1,737	\$ 1,701	\$ 294	\$ 55,463		
Intersegment net revenue and other	436	100	464	571	150	36		1,757		
Total segment net revenue	\$ 16,706	\$ 11,649	\$ 13,650	\$ 11,297	\$ 1,887	\$ 1,737	\$ 294	\$ 57,220		
Earnings from operations	\$ 569	\$ 2,119	\$ 1,967	\$ 201	\$ 331	\$ 200	\$ 23	\$ 5,410		

Six months ended										
April 30, 2013										
Net revenue	\$ 15,419	\$ 11,950	\$ 13,274	\$ 11,681	\$ 1,791	\$ 1,812	\$ 14	\$ 55,941		
Intersegment net revenue and other	423	90	468	490	127	26		1,624		
Total segment net revenue	\$ 15,842	\$ 12,040	\$ 13,742	\$ 12,171	\$ 1,918	\$ 1,838	\$ 14	\$ 57,565		
Earnings (loss) from operations	\$ 477	\$ 1,937	\$ 2,144	\$ 232	\$ 335	\$ 198	\$ (148)	\$ 5,175		

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The reconciliation of segment operating results to HP consolidated results was as follows:

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions			
Net Revenue:				
Total segments	\$ 28,213	\$ 28,489	\$ 57,220	\$ 57,565
Elimination of intersegment net revenue and other	(904)	(907)	(1,757)	(1,624)
Total HP consolidated net revenue	\$ 27,309	\$ 27,582	\$ 55,463	\$ 55,941
Earnings before taxes:				
Total segment earnings from operations	\$ 2,722	\$ 2,646	\$ 5,410	\$ 5,175
Corporate and unallocated costs and eliminations	(251)	(169)	(372)	(278)
Stock-based compensation expense	(130)	(107)	(300)	(291)
Amortization of intangible assets	(264)	(350)	(547)	(700)
Restructuring charges	(252)	(408)	(366)	(538)
Acquisition-related charges	(3)	(11)	(6)	(15)
Interest and other, net	(174)	(193)	(337)	(372)
Total HP consolidated earnings before taxes	\$ 1,648	\$ 1,408	\$ 3,482	\$ 2,981

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Net revenue by segment and business unit was as follows:

	Three months ended April 30		Six months ended April 30	
	2014	2013	2014	2013
	In millions			
Net Revenue:				
Notebooks	\$ 3,977	\$ 3,718	\$ 8,312	\$ 7,846
Desktops	3,343	3,103	6,617	6,424
Workstations	548	521	1,081	1,056
Other	308	268	696	516
Personal Systems	8,176	7,610	16,706	15,842
Supplies	3,866	4,122	7,661	8,015
Commercial Hardware	1,402	1,411	2,749	2,785
Consumer Hardware	566	561	1,239	1,240
Printing	5,834	6,094	11,649	12,040
Total Printing and Personal Systems Group	14,010	13,704	28,355	27,882
Industry Standard Servers	2,829	2,806	6,007	5,800
Technology Services	2,132	2,247	4,255	4,454
Storage	808	857	1,642	1,690
Networking	658	618	1,288	1,226
Business Critical Systems	230	266	458	572
Enterprise Group	6,657	6,794	13,650	13,742
Infrastructure Technology Outsourcing	3,597	3,855	7,098	7,710
Application and Business Services	2,105	2,278	4,199	4,461
Enterprise Services	5,702	6,133	11,297	12,171
Software	971	967	1,887	1,918

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HP Financial Services	867	881	1,737	1,838
Corporate Investments	6	10	294	14
Total segment net revenue	28,213	28,489	57,220	57,565
Eliminations of intersegment net revenue and other	(904)	(907)	(1,757)	(1,624)
Total HP consolidated net revenue	\$ 27,309	\$ 27,582	\$ 55,463	\$ 55,941

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Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

HEWLETT-PACKARD COMPANY AND SUBSIDIARIES

**Management's Discussion and Analysis of
Financial Condition and Results of Operations**

This Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A") is organized as follows:

Overview. A discussion of our business and overall analysis of financial and other highlights affecting the company to provide context for the remainder of MD&A.

Critical Accounting Policies and Estimates. A discussion of accounting policies and estimates that we believe are important to understanding the assumptions and judgments incorporated in our reported financial results.

Results of Operations. An analysis of our financial results comparing the three and six months ended April 30, 2014 to the prior-year periods. A discussion of results of operations at the consolidated level is followed by a more detailed discussion of results of operations by segment.

Liquidity and Capital Resources. An analysis of changes in our balance sheets and cash flows, and a discussion of our financial condition and liquidity.

Contractual and Other Obligations. An overview of contractual obligations, retirement and post-retirement benefit plan funding, restructuring plans, uncertain tax positions and off-balance sheet arrangements.

Factors that Could Affect Future Results. A description of factors that could materially affect our business, financial condition or operating results.

We intend the discussion of our financial condition and results of operations that follows to provide information that will assist in understanding our Consolidated Condensed Financial Statements, the changes in certain key items in those financial statements from year to year, and the primary factors that accounted for those changes, as well as how certain accounting principles, policies and estimates affect our Consolidated Condensed Financial Statements. That discussion should be read in conjunction with our Consolidated Condensed Financial Statements and the related notes that appear elsewhere in this document.

The Overview, Results of Operations and Liquidity and Capital Resources compare the three and six months ended April 30, 2014 to the three and six months ended April 30, 2013, unless otherwise noted.

OVERVIEW

We are a leading global provider of products, technologies, software, solutions and services to individual consumers, small- and medium-sized businesses ("SMBs") and large enterprises, including customers in the government, health and education sectors. Our offerings span the following: personal computing and other access devices; imaging- and printing-related products and services; enterprise IT infrastructure, including enterprise server and storage technology, networking products and solutions, technology support and maintenance; multi-vendor customer services, including infrastructure technology and business process outsourcing, application development and support services, and consulting and integration services; and IT management software, information management solutions and security intelligence/risk management solutions. We have seven reportable segments for financial reporting purposes: Personal Systems, Printing, the Enterprise Group ("EG"), Enterprise Services ("ES"), Software, HP Financial Services ("HPFS") and Corporate Investments.

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The following provides an overview of our key financial metrics by segment:

	Printing and Personal Systems Group				Enterprise Group	Enterprise Services	Software	Corporate Investments ⁽²⁾	
	HP Consolidated ⁽¹⁾	Personal Systems	Printing	Total				HPFS	
Dollars in millions, except per share amounts									
Three Months Ended									
April 30, 2014									
Net revenue	\$ 27,309	\$ 8,176	\$ 5,834	\$ 14,010	\$ 6,657	\$ 5,702	\$ 971	\$ 867	\$ 6
Year-over-year change %	(1.0)%	7.4%	(4.3)%	2.2%	(2.0)%	(7.0)%	0.4%	(1.6)%	NM
Earnings from operations	\$ 1,822	\$ 290	\$ 1,140	\$ 1,430	\$ 961	\$ 144	\$ 186	\$ 99	\$ (98)
Earnings from operations as a % of net revenue	6.7%	3.5%	19.5%	10.2%	14.4%	2.5%	19.2%	11.4%	NM
Year-over-year change percentage points	0.9pts	0.3pts	3.6pts	1.3pts	(1.4)pts	0.0pts	0.6pts	0.4pts	NM
Net earnings	\$ 1,273								
Net earnings per share									
Basic	\$ 0.67								
Diluted	\$ 0.66								

(1) HP consolidated net revenue excludes intersegment net revenue and other. HP consolidated earnings from operations includes corporate and unallocated costs and eliminations, stock-based compensation, amortization of intangible assets, restructuring charges and acquisition-related charges.

(2) "NM" represents not meaningful.

Net revenue declined 1.0% (decreased 0.1% on a constant currency basis) in the three months ended April 30, 2014, as compared to the prior-year period. The leading contributors to the net revenue decline were key account runoff in ES, lower Printing supplies revenue, lower customer demand in Technology Services ("TS"), competitive pressures in Storage and unfavorable currency impacts. Partially offsetting the net revenue decline was growth in Personal Systems from revenue increases in each of the notebook, desktop and workstation product categories. Gross margin increased by 0.5 percentage points in the three months ended April 30, 2014 due primarily to gross margin improvement in Printing as a result of favorable currency impacts along with a favorable inkjet supplies mix and service delivery efficiencies in ES. We continue to experience gross margin pressures resulting from a competitive pricing environment across our hardware portfolio, particularly in EG. Operating margin increased by 0.9 percentage points in the three months ended April 30, 2014 due primarily to the gross margin increase, lower restructuring charges and lower levels of intangible asset amortization as well as benefits from our previous restructuring actions. Partially offsetting these favorable impacts to operating margin were higher research and development expenses.

	Printing and Personal Systems Group				Enterprise Group	Enterprise Services	Software	Corporate Investments ⁽²⁾	
	HP Consolidated ⁽¹⁾	Personal Systems	Printing	Total				HPFS	
Dollars in millions, except per share amounts									
Six Months Ended									
April 30, 2014									
Net revenue	\$ 55,463	\$ 16,706	\$ 11,649	\$ 28,355	\$ 13,650	\$ 11,297	\$ 1,887	\$ 1,737	\$ 294
Year-over-year change %	(0.9)%	5.5%	(3.2)%	1.7%	(0.7)%	(7.2)%	(1.6)%	(5.5)%	NM
Earnings from operations	\$ 3,819	\$ 569	\$ 2,119	\$ 2,688	\$ 1,967	\$ 201	\$ 331	\$ 200	\$ 23
Earnings from operations as a % of net revenue	6.9%	3.4%	18.2%	9.5%	14.4%	1.8%	17.5%	11.5%	NM
Year-over-year change percentage points	0.9pts	0.4pts	2.1pts	0.8pts	(1.2)pts	(0.1)pts	0.0pts	0.7pts	NM
Net earnings	\$ 2,698								
Net earnings per share									
Basic	\$ 1.42								
Diluted	\$ 1.40								

(1) HP consolidated net revenue excludes intersegment net revenue and other. HP consolidated earnings from operations includes corporate and unallocated costs and eliminations, stock-based compensation, amortization of intangible assets, restructuring charges and acquisition-related charges.

(2)

"NM" represents not meaningful.

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Net revenue declined 0.9% (increased 0.1% on a constant currency basis) in the six months ended April 30, 2014, as compared to the prior-year period. The leading contributors to the net revenue decline were key account runoff in ES, lower Printing supplies revenue and unfavorable currency impacts. Partially offsetting the net revenue decline was a revenue increase in Personal Systems due to growth in notebooks, desktops, and workstations as well as the first quarter fiscal 2014 sale of a portfolio of mobile computing intellectual property ("IP") which also benefited the Corporate Investments segment. Gross margin increased by 0.5 percentage points in the six months ended April 30, 2014 due primarily to gross margin improvement in Printing as a result of favorable currency impacts along with continued cost structure improvements, the sale of IP, service delivery efficiencies in ES and in Software, improving margin in professional services. We continue to experience gross margin pressures resulting from a competitive pricing environment across our hardware portfolio. Operating margin increased by 0.9 percentage points in the six months ended April 30, 2014 due primarily to the gross margin increase and the combination of lower restructuring charges, intangible asset amortization and selling, general and administrative ("SG&A") expenses. The decline in SG&A expenses was due primarily to a gain from the sale of real estate.

Our business continues to produce significant cash flow from operations, generating \$6.0 billion in the six months ended April 30, 2014. Additionally, we repurchased \$1.4 billion worth of common stock, returned \$576 million to stockholders through dividends, and made a \$1.3 billion net investment in property, plant and equipment. As of April 30, 2014, our investment portfolio was \$15.4 billion, consisting of cash and cash equivalents and short-term and long-term investments, representing an increase of approximately \$2.9 billion from the October 31, 2013 balance of \$12.5 billion.

In fiscal 2014, we continue to experience challenges that represent trends and uncertainties that may affect our business and results of operations. One set of challenges relates to continuing dynamic and accelerating market trends. Another set of challenges relates to changes in the competitive landscape. Our major competitors are expanding their product and service offerings with integrated products and solutions, our business-specific competitors are exerting increased competitive pressure in targeted areas and are entering new markets, our emerging competitors are introducing new technologies and business models, and our alliance partners in some businesses are increasingly becoming our competitors in others. A third set of challenges relates to business model changes and our go-to-market execution. The macroeconomic weakness we have experienced across geographic regions has moderated in some areas but remains an overall challenge. A discussion of some of these challenges at the segment level is set forth below.

In Personal Systems, we continue to be negatively impacted by the market shift towards tablet products within mobility products, which has reduced the demand for consumer and notebook products. If benefits from our new product investments in this area do not materialize, we will continue to be negatively impacted by this trend. Personal Systems is also being negatively impacted by consumer demand weakness and a competitive pricing environment. However, the pace of market contraction is slowing with signs of stabilization. In the first half of fiscal 2014, Personal Systems experienced broad revenue growth with particular strength in Europe, the Middle East and Africa ("EMEA") and Asia Pacific in each of the notebook, desktop and workstation product categories driven by growth in Commercial PCs due in part to customers migrating from the Windows XP operating system.

In Printing, we are experiencing the impact of the growth in mobility, demand challenges in both consumer and commercial as well as an overall competitive pricing environment. To be successful in addressing these challenges, we need to execute on our key initiatives of focusing on products targeted at high usage categories, developing emerging market opportunities, and introducing new revenue delivery models to consumers.

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In EG, we are experiencing revenue growth challenges due to multiple market trends and a highly competitive pricing environment, including the increasing demand for hyperscale computing infrastructure products and the transition to cloud computing. In addition, the market for our Business Critical Systems ("BCS") products continues to weaken as the overall market for UNIX products and services contracts. To be successful in overcoming these challenges, we must address business model shifts and go-to-market execution challenges, including improved channel execution, and continue to pursue new product innovation, such as HP Moonshot servers, 3PAR storage and the HP CloudSystem and in areas such as software-defined networking, blade servers and wireless networking.

In ES, we are facing internal execution challenges, pressured public sector spending, a competitive pricing environment, and market and a mixed global economic recovery. To be successful in addressing these challenges, we must execute on our multi-year turnaround plan, which includes a cost reduction initiative to align our costs to our revenue trajectory and initiatives targeted at improving execution in sales performance and accountability, contracting practices and pricing.

In Software, we are facing multiple challenges, including the market shift to software-as-a-service ("SaaS") and go-to-market execution challenges. To be successful in addressing these challenges, we must improve our go-to-market execution with integrated customer solutions more aligned to customer demand and achieve broader integration across our overall product portfolio as we work to capitalize on important market opportunities in cloud, big data, security and mobility.

To address these challenges, we continue to pursue new product innovation with a view towards developing new products and services aligned with market demand, industry trends and the needs of our customers and partners. In addition, we need to continue to improve our operations, with a particular focus on enhancing our end-to-end processes and efficiencies. We also need to continue to optimize our sales coverage models, align our sales incentives with our strategic goals, improve channel execution, strengthen our capabilities in our areas of strategic focus, and develop and capitalize on market opportunities.

For a further discussion of trends, uncertainties and other factors that could impact our operating results, see the section entitled "Risk Factors" in Part II, Item 1A, which is incorporated herein by reference.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

Management's Discussion and Analysis of Financial Condition and Results of Operations is based on our Consolidated Condensed Financial Statements, which have been prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). The preparation of these financial statements requires management to make estimates, judgments and assumptions that affect the reported amounts of assets, liabilities, net revenues and expenses, and disclosure of contingent liabilities. Management believes that there have been no significant changes during the six months ended April 30, 2014 to the items that we disclosed as our critical accounting policies and estimates in Management's Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report on Form 10-K for the fiscal year ended October 31, 2013.

ACCOUNTING PRONOUNCEMENTS

For a summary of recent accounting pronouncements applicable to our financial statements see Note 1 to the Consolidated Condensed Financial Statements in Part I, Item 1, which is incorporated herein by reference.

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Revenue from our international operations has historically represented, and we expect will continue to represent, a majority of our overall net revenue. As a result, our revenue growth has been impacted, and we expect will continue to be impacted, by fluctuations in foreign currency exchange rates. In order to provide a framework for assessing how each of our segments performed excluding the impact of foreign currency fluctuations, we present the year-over-year percentage change in revenue on a constant currency basis, which assumes no change in the exchange rates from the prior-year period. This information is provided so that revenue can be viewed without the impact of fluctuations in foreign currency exchange rates, which is consistent with how management evaluates our operational results and trends. This constant currency disclosure is provided in addition to, and not as a substitute for, the year-over-year percentage change in revenue on a GAAP basis. Other companies may calculate and define similarly labeled items differently, which may limit the usefulness of this measure for comparative purposes.

Results of operations in dollars and as a percentage of net revenue were as follows:

	Three months ended April 30				Six months ended April 30			
	2014		2013		2014		2013	
	Dollars	% of Revenue	Dollars	% of Revenue	Dollars	% of Revenue	Dollars	% of Revenue
Dollars in millions								
Net revenue	\$ 27,309	100.0%	\$ 27,582	100.0%	\$ 55,463	100.0%	\$ 55,941	100.0%
Cost of sales ⁽¹⁾	20,704	75.8%	21,055	76.3%	42,440	76.5%	43,084	77.0%
Gross profit	6,605	24.2%	6,527	23.7%	13,023	23.5%	12,857	23.0%
Research and development	873	3.2%	815	3.0%	1,684	3.0%	1,609	2.9%
Selling, general and administrative	3,391	12.4%	3,342	12.1%	6,601	12.0%	6,642	11.9%
Amortization of intangible assets	264	1.0%	350	1.3%	547	1.0%	700	1.2%
Restructuring charges	252	0.9%	408	1.5%	366	0.7%	538	1.0%
Acquisition-related charges	3	0.0%	11	0.0%	6	0.0%	15	0.0%
Earnings from operations	1,822	6.7%	1,601	5.8%	3,819	6.8%	3,353	6.0%
Interest and other, net	(174)	(0.7)%	(193)	(0.7)%	(337)	(0.6)%	(372)	(0.6)%
Earnings before taxes	1,648	6.0%	1,408	5.1%	3,482	6.2%	2,981	5.4%
Provision for taxes	(375)	(1.3)%	(331)	(1.2)%	(784)	(1.3)%	(672)	(1.3)%
Net earnings	\$ 1,273	4.7%	\$ 1,077	3.9%	\$ 2,698	4.9%	\$ 2,309	4.1%