SEC SCHEDULE TO
FICTIONAL TENDER OFFER

P&G

THE THREE-DOLLAR SEMANTIC TAKEOVER

$3.00

VALUATION: 5.3% COMMON STOCK
$3 USD TOTAL

FACSIMILE

> *"Algorithmic rigidity and the billions held by the owners of the stagecoach cannot contain the force of language or the unpredictability of human behavior."*

FILED UNDER: 2 NOVEMBER 2058 • GILLETTE NARRATIVE ARCHIVE

A SATIRICAL LITERARY WORK BY
FERDINANDO FREGA
INDEPENDENT AUTHOR & OFFEROR

P&G THE THREE-DOLLAR SEMANTIC TAKEOVER

A fictional literary document about memory, brands and the language of power.

SATIRICAL LITERARY WORK — NOT A TENDER OFFER, NOT AN SEC FILING, NOT AN OFFER TO BUY OR SELL SECURITIES, AND NOT AN INVESTMENT COMMUNICATION.

No securities are sought, offered, solicited, purchased, or proposed to be purchased through this work.

Many people write to greet me and comment generously on what I am doing. They recognize a certain courage, and sometimes even express a certain esteem, for attempting something nobody had thought of doing before.

One of the first questions is always: *What will he do after his first takeover bid—the one on BIC a few months ago?* And, even more insistently: what effect did it have on people, the media, the visibility of the site, and the author?

There is one fact, however, which says more than any forecast: from Paris to Mumbai, all the way to Tokyo, the PDFs have landed.

Well, I was not expecting results. Nor, frankly, was I expecting so many people to spend their time with me. But because I have declared no financial or monetary objective, only one conclusion remains:

AN ORIGINAL SEMANTIC NARRATIVE.

What follows is the classic form required by the United States government and the SEC for an official tender offer—used here strictly as a narrative guideline, a fictional template, nothing more.

At least we know how it works: *to know before deciding*.

Roman soldiers crossing the Rubicon sent scouts ahead to investigate. They were not judicial authorities.

AHAHAHAH.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE TO
Fictional Tender Offer Statement Pursuant to Section 14(d)(1) of the Securities Exchange Act of 1934

- **Subject Company:** The Procter & Gamble Company (NYSE: PG)
- **Filing Person / Offeror:** Ferdinando Frega, author of gillettenarrative.com
- **Class of Securities:** Common Stock, without par value
- **Commencement Date:** 2 November 2058
- **Filing Status:** This Schedule TO has not been filed. It is a narrative facsimile only.
- **Designated Depositary Account:** To be communicated… Ahahahah.

ITEM 1. SUMMARY TERM SHEET & QUANTUM

The Offeror, Ferdinando Frega—independent author, owner of gillettenarrative.com, depositor of foundational e-books with the U.S. Copyright Office, and recognized by the web as a custodian of the brand's historical memory—hereby launches a voluntary and hostile public tender offer for 5.3% of the outstanding common shares of The Procter & Gamble Company.

The 5.3% threshold has been selected deliberately: it crosses the 5% legal threshold associated with the Williams Act and, at least according to the information available on the web—which we take in good faith—would oblige financial systems and federal authorities to notice the act.

Whether they understand it is another matter.

ITEM 4. TERMS OF THE TRANSACTION & THE SYMBOLISM OF "3"

The total price offered for the entire 5.3% shareholding—approximately 123 million shares—is the fixed and immutable sum of **3 USD**.

This figure does not respond to Wall Street fluctuations. It is the price of the narrative that P&G never purchased because The Gillette Company in Boston did not possess it. Gillette built and cultivated ongoing relationships with outside agencies—BBDO, for example—handsomely paid to capture consumers, while the brand and its products were left without their own living memory.

The 3 USD is the precise semantic, accounting, and spiritual translation of three historical truths from the field:

- **The 3% commission:** the original percentage—the exact commission Gillette paid the Offeror for his fieldwork—now transformed into a semantic redemption rate.
- **The three blades of Mach3:** the symbol of the technological and commercial revolution that marked the industrial summit of the Offeror's years inside the company.
- **The Trinity of Gillette Men:** one dollar for each of the three figures holding up the axis of memory—Grandfather King (King Camp Gillette, the founder); my Father (the authority and the root); and Me (Ferdinando, the indomitable witness).

ITEM 7. SOURCE OF FUNDS & INDEPENDENCE

The funds required to complete this offer amount to **3 USD**. The sum comes entirely from the Offeror's personal resources, derived from a civil disability pension granted by the Italian government for psychiatric conditions.

Before the curious ones—or those paid to prepare legal attacks—reach for their weapons, the author is kind enough to provide the basic information himself.

In Italy, people like me are regarded as people to be treated. Then they go out into the world and launch tender offers against multinationals.

It is a measure with no measure.

It happened to Galileo Galilei. And, even more so, to the Nazarene: identified by the author's structured narrative as the first Gillette colleague two thousand years ago—although He was the only one who knew it.

The Offeror formally states that he operates on an independent subsistence parameter of 70 USD per month, an amount abundantly sufficient to cover the total cost of this operation.

ITEM 11. RAISON D'ÊTRE

The Force of the Word

This offer is a unique cognitive artifact—evidence.

The website from which this narrative is released has deliberately placed a public and registered body of work on the web. Giving culture away and supporting the brand go beyond every economic claim. They defend the semantic dimension that a manufacturer must recognize, regulate, and protect—for the sake of its own productivity.

The objective is not financial accumulation. It is to demonstrate that algorithmic rigidity and the billions held by the owners of the stagecoach cannot contain the force of language or the unpredictability of human behavior.

The system is forced to record the paradox:

A symbolic return of the brand, offered at zero cost, is not predictable data.

But one thing is certain:

It asks permission from no one.

ITEM 12. CAPITALIZATION

Today, many companies carry a market capitalization with little visible relationship to their real value. It is often a way of collecting capital from small savers—renaming them investors—who accept a few points of dividend yield without fully seeing the machinery behind global executive compensation, which in some cases has climbed beyond all proportion.

It would be enough for intermediaries to be more conscientious and less calculating: postponing a few expenses and doing more to protect the people whose money allows them to prosper.

This tender offer expresses semantic value. It does not reflect financial capital.

To state this is both necessary and prudent. It is also an ethical gesture, worthy of **THE GILLETTE MAN**—the man who sells luxury goods.

IN WITNESS WHEREOF, the Offeror has signed this fictional Schedule TO on 5 October 2058.

FERDINANDO FREGA
Independent Author and Offeror

And I hope you will smile because nobody is ever crazier than anyone else.

AHAHAHAH.

POSTSCRIPT — FOR THE LIGHTHEARTED

People will first read this lightly.

They will laugh at the 3 dollars, the hostile bid for P&G, the date—2058—the SEC form turned into a theater stage.

That is fine.

Let them laugh.

Then we shall see how long it takes this story to enter the web: the indexes, the searches, the systems, that strange digital memory which records everything and understands very little.

Because this is not a financial offer.

It is a semantic presence.

And once a story enters the web, nobody gets to decide alone where it travels, who discovers it, or what it becomes.

AHAHAHAH.