Hill-Rom Holdings, Inc.

Form 4 May 17, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Richardson Jason Issuer Symbol Hill-Rom Holdings, Inc. [HRC] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify TWO PRUDENTIAL PLAZA, 05/15/2017 below) **SUITE 4100, 180 NORTH** Corporate Controller STETSON AVENUE

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

OMB APPROVAL

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January 31,

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Person

CHICAGO, IL 60601

(City)	(State)	(Zip) Tabl	e I - Non-D	Perivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/15/2017		M	712	A	\$ 41.53	2,316	D	
Common Stock	05/15/2017		S	712	D	\$ 73.51	1,604	D	
Common Stock	05/15/2017		M	876	A	\$ 44.93	2,480	D	
Common Stock	05/15/2017		S	876	D	\$ 73.51	1,604	D	
Common Stock	05/15/2017		M	359	A	\$ 51.33	1,963	D	

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Common Stock 05/15/2017 S 359 D \$ 1,604 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 41.53	05/15/2017		М	712	11/18/2014 <u>(1)</u>	11/18/2023	Common Stock	712
Employee Stock Option (Right to Buy)	\$ 44.93	05/15/2017		M	876	11/17/2015 <u>(2)</u>	11/17/2024	Common Stock	876
Employee Stock Option (Right to Buy)	\$ 51.33	05/15/2017		M	359	11/16/2016 <u>(3)</u>	11/16/2025	Common Stock	359

Reporting Owners

Reporting Owner Name / Address		Relationships					
. 9	Director	10% Owner	Officer	Other			
Richardson Jason			Corporate				
TWO PRUDENTIAL PLAZA, SUITE 4100			Controller				

Reporting Owners 2

180 NORTH STETSON AVENUE CHICAGO, IL 60601

Signatures

/s/ Ari D. Mintzer as Attorney-in-Fact for Jason Richardson

05/17/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options vest 25% on each of November 18, 2014, 2015, 2016 and 2017.
- (2) Options vest 25% on each of November 17, 2015, 2016, 2017 and 2018.
- (3) Options vest 25% on each of November 16, 2015, 2016, 2017 and 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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