

Hill-Rom Holdings, Inc.
Form 4
May 17, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Richardson Jason

(Last) (First) (Middle)

TWO PRUDENTIAL PLAZA,
SUITE 4100, 180 NORTH
STETSON AVENUE

(Street)

CHICAGO, IL 60601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Hill-Rom Holdings, Inc. [HRC]

3. Date of Earliest Transaction
(Month/Day/Year)
05/15/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Corporate Controller

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code	V	Amount			
Common Stock	05/15/2017		M			712	\$ 41.53	2,316	D
Common Stock	05/15/2017		S			712	\$ 73.51	1,604	D
Common Stock	05/15/2017		M			876	\$ 44.93	2,480	D
Common Stock	05/15/2017		S			876	\$ 73.51	1,604	D
Common Stock	05/15/2017		M			359	\$ 51.33	1,963	D

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Common Stock 05/15/2017 S 359 D \$ 73.51 1,604 D

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

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 41.53	05/15/2017		M	712	11/18/2014 ⁽¹⁾ 11/18/2023	Common Stock	712
Employee Stock Option (Right to Buy)	\$ 44.93	05/15/2017		M	876	11/17/2015 ⁽²⁾ 11/17/2024	Common Stock	876
Employee Stock Option (Right to Buy)	\$ 51.33	05/15/2017		M	359	11/16/2016 ⁽³⁾ 11/16/2025	Common Stock	359

Reporting Owners

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

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.

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