

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

TWO PRUDENTIAL PLAZA,  
SUITE 4100, 180 NORTH  
STETSON AVENUE

(Street)

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

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

CHICAGO, IL 60601

(City) (State) (Zip)

**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 or Price (A) or (D)		
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      \$ 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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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. 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	
				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		M	712	11/18/2014 <sup>(1)</sup> 11/18/2023	Common Stock	712	
Employee Stock Option (Right to Buy)	\$ 44.93	05/15/2017		M	876	11/17/2015 <sup>(2)</sup> 11/17/2024	Common Stock	876	
Employee Stock Option (Right to Buy)	\$ 51.33	05/15/2017		M	359	11/16/2016 <sup>(3)</sup> 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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