

Hill-Rom Holdings, Inc.

Form 4

March 07, 2017

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

OMB APPROVAL

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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 \*  
GREISCH JOHN J

(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)

03/03/2017

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)

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	03/03/2017		M		84,782	A	\$ 23.92
							301,565
Common Stock	03/03/2017		S <sup>(1)</sup>		84,782	D	\$ 66.176
							216,783
Common Stock	03/06/2017		M		82,130	A	\$ 23.92
							298,913
Common Stock	03/06/2017		S <sup>(1)</sup>		82,130	D	\$ 65.735
							216,783

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Common Stock	03/07/2017		M	41,075	A	\$ 23.92	257,858	D
Common Stock	03/07/2017		<u>S<sup>(1)</sup></u>	41,075	D	\$ <u>(4)</u>	216,783	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
Employee Stock Option (Right to Buy)	\$ 23.92	03/03/2017		M	84,782	01/08/2011 <sup>(5)</sup> 01/08/2020	Common Stock	84,782
Employee Stock Option (Right to Buy)	\$ 23.92	03/06/2017		M	82,130	01/08/2011 <sup>(5)</sup> 01/08/2020	Common Stock	82,130
Employee Stock Option (Right to Buy)	\$ 23.92	03/07/2017		M	41,075	01/08/2011 <sup>(5)</sup> 01/08/2020	Common Stock	41,075

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X		Chief Executive Officer	

GREISCH JOHN J  
TWO PRUDENTIAL PLAZA, SUITE 4100  
180 NORTH STETSON AVENUE  
CHICAGO, IL 60601

**Signatures**

/s/ Ari D. Mintzer as Attorney-in-Fact for John J.  
Greisch

03/07/2017

        \*\*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) The sales reported on this Form 4 were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on January 31, 2017.

This transaction was executed in multiple trades at prices ranging from \$65.89 to \$66.81. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) This transaction was executed in multiple trades at prices ranging from \$65.37 to \$66.09. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(4) This transaction was executed in multiple trades at prices ranging from \$65.06 to \$65.91. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(5) Options vested 25% on each of January 8, 2011, 2012, 2013 and 2014.

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.