

Hill-Rom Holdings, Inc.  
Form 4  
March 07, 2017

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
GREISCH JOHN J

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)  
03/03/2017

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

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (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 | S <sup>(1)</sup> | 41,075 | D | \$<br>65,454<br><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 Security (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.

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