Banerji Shumeet Form 4 April 26, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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may continue.

See Instruction

Check this box

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(b).

(0:4-)

(04-4-)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Banerji Shumeet Issuer Symbol HP INC [HPQ] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner _ Other (specify Officer (give title C/O HP, 1501 PAGE MILL RD. 04/24/2018 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting PALO ALTO, CA 94304 Person

| (City) | (State) (A | Table Table | e I - Non-Do | erivative Secur | ities Acq | quired, Disposed o | of, or Beneficial | ly Owned |
|-----------------|---------------------|-------------------------------|--------------|------------------|--------------|--------------------|-------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities A | cquired | 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Transaction(A) or Disposed of | | Securities | Form: Direct | Indirect | | |
| (Instr. 3) | | any | Code | (D) | | Beneficially | (D) or | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4 and | 5) | Owned | Indirect (I) | Ownership |
| | | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | (A) | | Reported | | |
| | | | | (A) | | Transaction(s) | | |
| | | | Code V | or Amount (D) | Price | (Instr. 3 and 4) | | |
| Common Stock | 04/24/2018 | | M | 9,670 A | \$ 21.2 | 37,670 | D | |

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

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

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| 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. Transacti Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Ai Underlying Se (Instr. 3 and 4 |
|---|---|---|---|---------------------------------------|---|-------|--|-----------------|---|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title |
| Restricted Stock Units | (1) | 04/24/2018 | | A | 9,670 (2) | | <u>(2)</u> | (2) | Common Stock |
| Restricted Stock Units | (2) | 04/24/2018 | | M | | 9,670 | 04/24/2018(2) | 04/25/2018(2) | Common Stock |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Banerji Shumeet C/O HP 1501 PAGE MILL RD. PALO ALTO, CA 94304

Signatures

/s/ Katie Colendich as Attorney-in-Fact for Shumeet
Banerji
04/26/2018

**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) Each restricted stock unit ("RSU") represents a contingent right to receive one share of HP's common stock.
- (2) On April 24, 2018, the Reporting Person was granted 9,670 RSUs, all of which will cliff vest on the grant date.

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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