Hill-Rom Holdings, Inc.

Form 3

January 12, 2017

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

OMB APPROVAL

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 *

A Johnson Paul Sherwood

(Last)

(First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

01/06/2017

Hill-Rom Holdings, Inc. [HRC]

(Check all applicable)

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

TWO PRUDENTIAL PLAZA, **SUITE 4100, 180 NORTH** STETSON AVENUE

(Street)

Director _X__ Officer

10% Owner

Other (give title below) (specify below) SVP & Pres. - PSS Acute Care

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

CHICAGO. ILÂ 60601

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

(Instr. 5)

Â

or Indirect (I) (Instr. 5)

Common Stock

3,481

D

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration 3. Title and Amount of Date (Month/Day/Year)

Securities Underlying **Derivative Security** (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	11/18/2017(1)	11/18/2017(1)	Common Stock	826	\$ 0 (2)	D	Â
Restricted Stock Units	11/17/2018(1)	11/17/2018(1)	Common Stock	770	\$ 0 (2)	D	Â
Restricted Stock Units	05/03/2019(1)	05/03/2019(1)	Common Stock	2,087	\$ 0 (2)	D	Â
Restricted Stock Units	11/15/2019(1)	11/15/2019(1)	Common Stock	2,019	\$ 0 (2)	D	Â
Employee Stock Option (Right to Buy)	11/18/2014(3)	11/18/2023	Common Stock	2,997	\$ 41.53	D	Â
Employee Stock Option (Right to Buy)	11/17/2015(4)	11/17/2024	Common Stock	2,895	\$ 44.93	D	Â
Employee Stock Option (Right to Buy)	11/16/2016(5)	11/16/2025	Common Stock	2,794	\$ 51.33	D	Â
Employee Stock Option (Right to Buy)	11/14/2017(6)	11/14/2026	Common Stock	7,302	\$ 53.7	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Johnson Paul Sherwood TWO PRUDENTIAL PLAZA, SUITE 4100 180 NORTH STETSON AVENUE CHICAGO, IL 60601	Â	Â	SVP & Pres PSS Acute Care	Â	

Signatures

/s/ Ari D. Mintzer as Attorney-in-Fact for Paul S. Johnson

01/12/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Restricted stock units will automatically be converted into shares of common stock at the date indicated unless a previous deferral election has been made. Restricted stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- (2) Restricted stock units convert into common stock on a one-for-one basis.
- (3) Options vest 25% on each of November 18, 2014, 2015, 2016 and 2017.
- (4) Options vest 25% on each of November 17, 2015, 2016, 2017 and 2018.
- (5) Options vest 25% on each of November 16, 2016, 2017, 2018 and 2019.

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(6) Options vest 25% on each of November 14, 2017, 2018, 2019 and 2020.

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