

Ladone Mary Kay
Form 3
December 06, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Ladone Mary Kay | | (Month/Day/Year) | Hill-Rom Holdings, Inc. [HRC] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 12/03/2018 | | |
| 130 EAST RANDOLPH STREET,Â SUITE 1000 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| CHICAGO,Â ILÂ 60601 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | SVP, Corp. Dev., Strat. & IR | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 2,278 | D | Â |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|---|--|
| | Date Exercisable | Expiration Date | Title | | |

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| | | | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|---------------------------|--------------|----------------------------------|---------------------|----------------------------------|---|
| Employee Stock Option (Right to Buy) | 11/14/2017 ⁽¹⁾ | 11/14/2027 | Common Stock | 4,167 | \$ 53.7 | D | Â |
| Employee Stock Option (Right to Buy) | 11/08/2018 ⁽²⁾ | 11/08/2028 | Common Stock | 3,486 | \$ 78.16 | D | Â |
| Restricted Stock Units | 07/21/2019 ⁽³⁾ | 07/21/2019 ⁽³⁾ | Common Stock | 4,929.759 | \$ 0 ⁽⁴⁾ | D | Â |
| Restricted Stock Units | 11/15/2019 ⁽³⁾ | 11/15/2019 ⁽³⁾ | Common Stock | 1,175.271 | \$ 0 ⁽⁴⁾ | D | Â |
| Restricted Stock Units | 11/09/2020 ⁽³⁾ | 11/09/2020 ⁽³⁾ | Common Stock | 973.601 | \$ 0 ⁽⁴⁾ | D | Â |
| Restricted Stock Units | 03/06/2019 ⁽⁵⁾ | 03/06/2020 ⁽⁵⁾ | Common Stock | 3,347.485 | \$ 0 ⁽⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ladone Mary Kay 130 EAST RANDOLPH STREET SUITE 1000 CHICAGO, IL 60601 | Â | Â | Â SVP, Corp. Dev., Strat. & IR | Â |

Signatures

/s/ Ari D. Mintzer as Attorney-in-Fact for Mary Kay
Ladone

12/06/2018

**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) Options vest 25% on each of November 14, 2017, 2018, 2019 and 2020.
- (2) Options vest 25% on each of November 8, 2018, 2019, 2020 and 2021.
- (3) Restricted stock units ("RSUs") will vest in full on the day following the three-year anniversary of the grant date, subject to the reporting person's continued employment. RSUs will automatically be converted into shares of common stock on the date indicated and are entitled to dividend equivalent rights which accrue on dividend record dates.
- (4) RSUs convert into common stock on a one-for-one basis.
- (5) RSUs vest 50% on March 6, 2019 and 50% on March 6, 2020. RSUs will automatically be converted into shares of common stock on the date indicated and are entitled to dividend equivalent rights which accrue on dividend record dates.

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.