

Hill-Rom Holdings, Inc.  
 Form 3  
 August 15, 2014

**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 *<br>ZWAAN MICHIEL DE<br>(Last) (First) (Middle)<br><br>1069 STATE ROUTE 46E<br>(Street)<br><br>BATESVILLE, IN 47006<br>(City) (State) (Zip) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>08/04/2014 | 3. Issuer Name and Ticker or Trading Symbol<br>Hill-Rom Holdings, Inc. [HRC] | 4. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>Senior VP Chief HR Officer | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|--|---|--|---|

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year)<br><br>Date Exercisable Expiration Date | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br><br>Title Amount or Number of Shares | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|

|   |                           |                 |                 |                     |          |   |   |
|---|---------------------------|-----------------|-----------------|---------------------|----------|---|---|
| Restricted Stock Units<br>(Deferred Stock Award)<br>09/07/2014 <sup>(1)</sup><br>9/06/2011  | 09/07/2014                | Common<br>Stock | 912             | \$ 0 <sup>(2)</sup> | D        | Â |   |
| Restricted Stock Units<br>(Deferred Stock Award)<br>11/14/2015 <sup>(3)</sup><br>11/13/2012 | 11/14/2015                | Common<br>Stock | 971             | \$ 0 <sup>(2)</sup> | D        | Â |   |
| Restricted Stock Units<br>(Deferred Stock Award)<br>11/19/2016 <sup>(4)</sup><br>11/18/2013 | 11/19/2016                | Common<br>Stock | 614             | \$ 0 <sup>(2)</sup> | D        | Â |   |
| Stock Option (right to<br>buy) 11/29/2011   | 11/29/2012 <sup>(5)</sup> | 11/29/2021      | Common<br>Stock | 4,941               | \$ 30.63 | D | Â |
| Stock Option (right to<br>buy) 11/13/2012   | 11/13/2013 <sup>(5)</sup> | 11/13/2022      | Common<br>Stock | 3,241               | \$ 26.94 | D | Â |
| Stock Option (right to<br>buy) 11/18/2013   | 11/18/2014 <sup>(5)</sup> | 11/18/2023      | Common<br>Stock | 2,112               | \$ 41.53 | D | Â |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                              |       |
|---|---------------|-----------|------------------------------|-------|
|   | Director      | 10% Owner | Officer                      | Other |
| ZWAAN MICHEL DE<br>1069 STATE ROUTE 46E<br>BATESVILLE, IN 47006 | Â             | Â         | Â Senior VP Chief HR Officer | Â     |

## Signatures

Kevin H. Warns, as power of attorney for Michiel de Zwaan

08/15/2014

\_\_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).

- Restricted Stock Units vest 100% on 09/07/2014. Stock units will automatically be converted into shares of common stock in accordance
- (1) with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
  - (2) Conversion or Exercise Price of Derivative Security is 1-for-1.
- Restricted Stock Units vest 100% on 11/14/2015. Stock units will automatically be converted into shares of common stock in accordance
- (3) with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- Restricted Stock Units vest 100% on 11/19/2016. Stock units will automatically be converted into shares of common stock in accordance
- (4) with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
  - (5) Options vest in four equal annual installments beginning on the date indicated.

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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