

Hill-Rom Holdings, Inc.  
Form 4  
November 25, 2013

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

OMB APPROVAL

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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 \*  
Keller Richard G

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)

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

1069 ROUTE 46 EAST

11/21/2013

VP, Controller & CAO

(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

BATRESVILLE, IN 47006

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 11/21/2013                           |  | M                              |   | 4,625   | A  | \$ 30.04                          |
|                                 |                                      |  |                                |   |   |  | 13,781 <sup>(1)</sup>             |
| Common Stock                    | 11/21/2013                           |  | S                              |   | 4,625   | D  | \$ 41.51                          |
|                                 |                                      |  |                                |   |   |  | 9,156                             |
| Common Stock                    | 11/21/2013                           |  | M                              |   | 6,660   | A  | \$ 31.3                           |
|                                 |                                      |  |                                |   |   |  | 15,816                            |
| Common Stock                    | 11/21/2013                           |  | S                              |   | 6,660   | D  | \$ 41.51                          |
|                                 |                                      |  |                                |   |   |  | 9,156                             |
| Common Stock                    | 11/21/2013                           |  | M                              |   | 2,619   | A  | \$ 19.39                          |
|                                 |                                      |  |                                |   |   |  | 11,775                            |

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|              |            |   |       |   |          |       |   |
|--------------|------------|---|-------|---|----------|-------|---|
| Common Stock | 11/21/2013 | S | 2,619 | D | \$ 41.51 | 9,156 | D |
| Common Stock | 11/21/2013 | S | 2,021 | D | \$ 41.51 | 7,135 | D |

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

**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.**

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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy)                | \$ 30.04   | 11/21/2013                           |  | M                              | 4,625   | <u>(2)</u> 12/15/2014                                    | Common Stock  | 4,625                         |
| Stock Option (right to buy)                | \$ 31.3  | 11/21/2013                           |  | M                              | 6,660   | <u>(2)</u> 11/30/2016                                    | Common Stock  | 6,660                         |
| Stock Option (right to buy)                | \$ 19.39   | 11/21/2013                           |  | M                              | 2,619   | <u>(2)</u> 12/02/2018                                    | Common Stock  | 2,619                         |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                      |       |
|---|---------------|-----------|----------------------|-------|
|   | Director      | 10% Owner | Officer              | Other |
| Keller Richard G<br>1069 ROUTE 46 EAST<br>BATRESVILLE, IN 47006 |               |           | VP, Controller & CAO |       |

## Signatures

Kevin Warns as Attorney in Fact for Richard G.  
Keller

11/25/2013

\_\_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) Amount includes 14 shares of Hill-Rom common stock purchased pursuant to the Hill-Rom Holdings, Inc. Employee Stock Purchase Plan.
- (2) All options are vested.

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.