Hill-Rom Holdings, Inc.

Form 5

October 30, 2013

## FORM 5

### **OMB APPROVAL**

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

3235-0362 Number: January 31, Expires: 2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

(Last)

2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Symbol Hill-Rom Holdings, Inc. [HRC] (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) Director 10% Owner Officer (give title \_ Other (specify 09/30/2013 below) below) 6. Individual or Joint/Group Reporting

1069 STATE ROUTE 46E

1. Name and Address of Reporting Person \*

(First)

HILLENBRAND W AUGUST

(Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year)

(check applicable line)

### BATESVILLE, INÂ 47006

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(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. Securi Acquired Disposed (Instr. 3,	(A) o l of (D	)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/16/2013	Â	G	1,984	D	\$ <u>(1)</u>	165,634 (2)	D	Â
Common Stock	02/07/2013	Â	G	805	A	\$ <u>(1)</u>	166,439 (2)	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	95,808 <u>(3)</u> <u>(4)</u>	I	By Spouse
Common Stock	Â	Â	Â	Â	Â	Â	686,350	I	By Various Trusts

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By Various GRATs Common (W August Â Â Â Â Â  $69,209 \frac{(5)}{}$  I Stock Hillenbrand/Oxford GRATS)

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 2270** (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,	5		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	
					4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

#### Relationships Reporting Owner Name / Address 10% Officer Director Other Owner HILLENBRAND W AUGUST 1069 STATE ROUTE 46E Â Â Â Â BATESVILLE, ÂINÂ 47006

## **Signatures**

Kevin Warns, Attorney-in-fact for W August Hillenbrand

10/30/2013

\*\*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) Price Not Applicable

Reflects the distribution and contribution of shares of common stock to and from GRATS and Trusts. Each such distribution and

contribution qualifies as only a change in the form of the Reporting Person's beneficial ownership, and, as such, has not been previously

**(3)** 

Reporting Owners 2

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This amount reflects the distribution of shares of 9,222 shares of common stock from Spouse's GRAT to Reporting Person's Spouse. In addition, 10,170 shares from Spouse's GRAT were distributed to the beneficiaries. Such distribution qualifies as only a change in the form of the Reporting Person's beneficial ownership, and, as such, has not been previously reported.

- (4) Reporting person disclaims beneficial ownership of these securities.
- (5) This amount reflects the distribution of shares of common stock to and from these GRATS. Each such distribution qualifies as only a change in the form of the Reporting Person's beneficial ownership, and, as such, has not been previously reported.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.