Restoration Hardware Holdings Inc

Form 4 October 07, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **ALBERINI CARLOS**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

Restoration Hardware Holdings Inc

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

[RH]

(Last) (First) (Middle) 3. Date of Earliest Transaction

_X__ Director 10% Owner _ Other (specify Officer (give title

(Month/Day/Year) 10/05/2015

C/O RESTORATION HARDWARE HOLDINGS, INC., 15 KOCH

(Street)

ROAD, SUITE K

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CORTE MADERA, CA 94925

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secui	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		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 Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Ilisti. 3 aliu 4)		
Common Stock	10/05/2015		S	5,400 (1)	D	\$ 93.73 (2)	80,664	D	
Common Stock	10/05/2015		S	1,600 (1)	D	\$ 94.79 (3)	79,064	D	
Common Stock	10/05/2015		S	3,000 (1)	D	\$ 95.55 (4)	76,064	D	

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Common Stock	10/06/2015	S	6,200 (1)	D	\$ 93.18 (5)	69,864	D
Common Stock	10/06/2015	S	3,800 (1)	D	\$ 94.17 <u>(6)</u>	66,064	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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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)	4. Transa Code (Instr. 3	5. ctionNuml of 3) Deriv Secun Acqu (A) o Dispo of (D (Instr	ber Ex (M vative rities ired or cosed v) : 3,	Date Exerci xpiration Da Month/Day/Y	ite	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)
			Code	V (A)	Ex		Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ALBERINI CARLOS C/O RESTORATION HARDWARE HOLDINGS, INC. 15 KOCH ROAD, SUITE K CORTE MADERA, CA 94925

X

Signatures

Edward T. Lee as Attorney-In-Fact

**Signature of Reporting Person Date

Reporting Owners 2

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) All of the transactions reported on this form were executed pursuant to a Rule 10b5-1 plan under the Securities Exchange Act of 1934, as amended.
- This transaction was executed in multiple trades ranging from \$93.18 to \$94.18. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) through (6) to this Form 4
- (3) This transaction was executed in multiple trades ranging from \$94.24 through \$95.21.
- (4) This transaction was executed in multiple trades ranging from \$95.33 through \$95.87.
- (5) This transaction was executed in multiple trades ranging from \$92.62 through \$93.53.
- (6) This transaction was executed in multiple trades ranging from \$93.82 through \$94.55.

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.