

MURPHY MICHAEL
Form 3
July 19, 2012

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 *

^ MURPHY MICHAEL

(Last) (First) (Middle)

1069 STATE ROUTE 46E

(Street)

BATESVILLE, ^ IN ^ 47006

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

07/12/2012

3. Issuer Name and Ticker or Trading Symbol
Hill-Rom Holdings, Inc. [HRC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer ___ Other
(give title below) (specify below)
Senior Vice President QA/RA

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ 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)

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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect (I)
(Instr. 5)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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Restricted Stock Units (Deferred Stock Award) 5/02/2011	05/03/2014 ⁽¹⁾	05/03/2014 ⁽¹⁾	Common Stock	1,434	\$ 0 ⁽²⁾	D	Â
Stock Option (right to buy) 5/2/2011	05/02/2012 ⁽³⁾	05/02/2021	Common Stock	4,562	\$ 45.35	D	Â
Stock Option (right to buy) 11/29/11	11/29/2012 ⁽³⁾	11/29/2021	Common Stock	6,800	\$ 30.63	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MURPHY MICHAEL 1069 STATE ROUTE 46E BATESVILLE, IN 47006	Â	Â	Â Senior Vice President QA/RA	Â

Signatures

Kevin Warns, Attorney-in-fact for Michael Murphy	07/19/2012
__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 5/03/2014. 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.
 - (3) 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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