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PRITCHARD EDWARD GREGORY Form 4 August 14, 2012 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PRITCHARD EDWARD Issuer Symbol GREGORY Hill-Rom Holdings, Inc. [HRC] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify Officer (give title 1069 STATE ROUTE 46E 08/10/2012 below) below) SVP & Pres Surg. Resp. (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting BATESVILLE, IN 47006 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) Owned Indirect (I) Ownership (Instr. 8) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 08/10/2012 Ρ 7.500 Α 7,500 D 26.74 Stock

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Yo	Code	of 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;		Secu	rlying rities : 3 and 4)	Security (Instr. 5)	8 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting Owners									
Repor	rting Owner Name / Address	Director 10		Relationships Officer	i	Other				
	ARD EDWARD GREGORY ATE ROUTE 46E	SVP & Pres Surg. Resp.								

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4.

5.

TransactionNumber

6. Date Exercisable and

Expiration Date

7. Title and

Amount of

8. Price of

Derivative

9. Nt

Deriv

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Signatures

BATESVILLE, IN 47006

1. Title of 2.

Derivative Conversion

Kevin Warns as Attorney in Fact for Edward Gregory 08/14/2012 Pritchard **Signature of Reporting Person Date

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if

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).

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.