Dickey John H Form 4 December 03, 2009

## FORM 4

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

OMB APPROVAL
OMB
Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
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Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Dickey John H			2. Issuer Name <b>and</b> Ticker or Trading Symbol Hill-Rom Holdings, Inc. [HRC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
1069 STATE ROUTE 46 EAST			12/01/2009	_X_ Officer (give title Other (specify below)  Sr. V.P., Human Resources		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
BATESVILLE	, IN 47006		Filed(Month/Day/Year)	Applicable Line) _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)	ion Date 2A. Deemed y/Year) Execution Date, if any (Month/Day/Year)		4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	12/01/2009		C	1,009	A	\$ 22.63	8,454 (3)	D	
Common Stock	12/01/2009		F	316	D	\$ 22.63	8,138	D	
Common Stock	12/01/2009		C	1,481	A	\$ 22.63	9,619	D	
Common Stock	12/01/2009		F	463	D	\$ 22.63	9,156	D	

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

#### Edgar Filing: Dickey John H - Form 4

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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. Transacti Code (Instr. 8)	Securities (Month/Day/Year)		ctiomf Derivative Date Securities (Month/Day/Year)  8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		Date		7. Title and A Underlying S (Instr. 3 and	Securi
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar		
Restricted Stock Award (Deferred Stock Award) 11/30/05 5 Yr	<u>(1)</u>	12/01/2009		С		1,009	12/01/2009(2)	12/01/2010 <u>(2)</u>	Common Stock	1,0		
Restricted Stock Award (11/30/06) 5 Yr	Ш	12/01/2009		С		1,481	12/01/2009(2)	12/01/2011(2)	Common Stock	1,4		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships								
•	Director	10% Owner	Officer	Other					
Dickey John H 1069 STATE ROUTE 46 EAST BATESVILLE, IN 47006			Sr. V.P., Human Resources						
Signatures									
Donna Isaacs, as Attorney-in-Fact for Dickey	or John H.	12/03	/2009						
**Signature of Reporting Person			ate						

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### **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) Conversion or Exercise Price of Derivative Security is 1-for-1.
- (2) Restricted Stock Units will automatically be converted into shares of common stock on the vesting date unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights which accrue on dividend record date.
- (3) Amount includes 78 shares of Hill-Rom common stock purchased pursuant to the Hill-Rom Holdings, Inc. Employee Stock Purchase Plan.

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.