

DENNIS KIMBERLY K
 Form 3/A
 May 05, 2008

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
DENNIS KIMBERLY K		(Month/Day/Year)	Hill-Rom Holdings, Inc. [HRC]	
(Last)	(First)	(Middle)	04/01/2008	
1069 STATE ROUTE 46E			4. Relationship of Reporting Person(s) to Issuer	
(Street)			(Check all applicable)	
BATESVILLE, IN 47006			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Group VP, N.A. Post Acute Care	
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
			04/01/2008	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> 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)
Common Stock	5,283	D	
Common Stock	442	I	Spouse's Holdings

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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units (Deferred Stock Award) 12/3/03 5 yr	12/04/2008 ⁽¹⁾	12/04/2008 ⁽¹⁾	Common Stock	1,215	\$ ⁽²⁾	D	Â
Restricted Stock Units (Deferred Stock Award) 12/15/04 5 yr	12/16/2008 ⁽³⁾	12/16/2009 ⁽³⁾	Common Stock	3,070	\$ ⁽²⁾	D	Â
Restricted Stock Units (Deferred Stock Award) 11/30/05 5 yr	12/01/2008 ⁽⁴⁾	12/01/2010 ⁽⁴⁾	Common Stock	6,080	\$ ⁽²⁾	D	Â
Restricted Stock Units (Deferred Stock Award) 11/30/06 5 Yr	12/01/2008 ⁽⁵⁾	12/01/2011 ⁽⁵⁾	Common Stock	5,722	\$ ⁽²⁾	D	Â
Restricted Stock Units (Deferred Stock Award) 12/5/07 5 Yr	12/06/2009 ⁽⁶⁾	12/06/2012 ⁽⁶⁾	Common Stock	5,613	\$ ⁽²⁾	D	Â
8/23/99 Stock Option	08/23/2000 ⁽⁷⁾	08/23/2009 ⁽⁷⁾	Common Stock	616	\$ 16.2	D	Â
1/17/2000 Stock Option	01/17/2001 ⁽⁷⁾	01/17/2010 ⁽⁷⁾	Common Stock	925	\$ 19.63	D	Â
1/15/2001 Stock Option	01/15/2002 ⁽⁷⁾	01/15/2011 ⁽⁷⁾	Common Stock	4,316	\$ 24.51	D	Â
11/9/2001 Stock Option	11/09/2002 ⁽⁷⁾	11/09/2011 ⁽⁷⁾	Common Stock	7,400	\$ 27.09	D	Â
4/9/2002 Stock Option	04/09/2003 ⁽⁷⁾	04/09/2012 ⁽⁷⁾	Common Stock	3,700	\$ 33.24	D	Â
12/4/2002 Stock Option	12/04/2003 ⁽⁷⁾	12/04/2012 ⁽⁷⁾	Common Stock	7,400	\$ 25.67	D	Â
12/3/2003 Stock Option	12/03/2004 ⁽⁷⁾	12/03/2013 ⁽⁷⁾	Common Stock	27,750	\$ 31.48	D	Â
12/15/2004 Stock Option	12/04/2005 ⁽⁷⁾	12/04/2014 ⁽⁷⁾	Common Stock	29,600	\$ 30.04	D	Â
11/30/2005 Stock Option	11/30/2006 ⁽⁷⁾	11/30/2015 ⁽⁷⁾	Common Stock	27,417	\$ 26.46	D	Â
11/30/2006 Stock Option	11/30/2007 ⁽⁷⁾	11/30/2016 ⁽⁷⁾	Common Stock	21,090	\$ 31.3	D	Â
12/05/2007 Stock Option	12/05/2008 ⁽⁷⁾	12/05/2017 ⁽⁷⁾	Common Stock	23,125	\$ 29.22	D	Â
Founders RSU Grant April 1, 2008	04/02/2010 ⁽⁸⁾	04/02/2010 ⁽⁸⁾	Common Stock	30	\$ 25.37	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DENNIS KIMBERLY K 1069 STATE ROUTE 46E BATESVILLE, IN 47006	Â	Â	Â Group VP, N.A. Post Acute Care	Â

Signatures

Kim Dennis 05/05/2008

**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 20% on 12/4/05; 25% on 12/4/06; 25% on 12/4/07; and 30% on 12/4/08. Stock units will automatically be converted into shares of common stock in accordance 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.

Restricted Stock Units vest 20% on 12/16/06, 25% on 12/16/07; 25% on 12/16/08 and 30% on 12/16/09. Stock units will automatically be converted into shares of common stock in accordance 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 date.

Restricted Stock Units vest 20% on 12/1/07, 25% on 12/1/08, 25% on 12/1/09 and 30% on 12/1/10. Stock units will automatically be converted into shares of common stock in accordance with respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights which accrue on dividend record date.

Restricted Stock Units vest 20% on 12/01/08, 25% on 12/01/09, 25% on 12/01/10 and 30% on 12/01/11. Stock units will automatically be converted into shares of common stock in accordance 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.

Restricted Stock Units vest 20% on 12/6/09, 25% on 12/6/10, 25% on 12/6/11 and 30% on 12/6/12. Stock units will automatically be converted into shares of common stock in accordance 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.

(7) The option vests in three equal annual installments beginning on the date indicated.

(8) These awards were part of a Founders' Grant of 30 Restricted Stock Units (with approximate value that date of \$761 per employee) to each employee of the Company in connection with the spin-off of the Company's funeral services business.

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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