Aronson Martha Goldberg Form 3 August 03, 2010

#### 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Hill-Rom Holdings, Inc. [HRC] À Aronson Martha Goldberg (Month/Day/Year) 08/02/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1069 STATE ROAD 46 EAST (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director \_X\_ Form filed by One Reporting \_X\_\_ Officer Other Person BATESVILLE, ÂINÂ 47006 (give title below) (specify below) Form filed by More than One Sr. VP & Pres. N. America Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) 0 D Â Common Stock Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

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 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$ 

| 1. Title of Derivative | 2. Date Exercisable and Expiration | 3. Title and Amount of | 4.          | 5.          | 6. Nature of        |
|------------------------|------------------------------------|------------------------|-------------|-------------|---------------------|
| Security               | Date                               | Securities Underlying  | Conversion  | Ownership   | Indirect Beneficial |
| (Instr. 4)             | (Month/Day/Year)                   | Derivative Security    | or Exercise | Form of     | Ownership           |
|                        | Date Exercisable Expiration Date   | (Instr. 4)             | Price of    | Derivative  | (Instr. 5)          |
|                        |                                    | T:41- A                | Derivative  | Security:   |                     |
|                        |                                    | Title Amount or        | Security    | Direct (D)  |                     |
|                        |                                    | Number of              |             | or Indirect |                     |

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|   |               |               |                 | Shares |          | (I)<br>(Instr. 5) |   |
|---|---------------|---------------|-----------------|--------|----------|-------------------|---|
| 08/02/10 Stock Option<br>Award - 4 Year                           | 08/02/2011(1) | 08/02/2020    | Common<br>Stock | 10,000 | \$ 34.28 | D                 | Â |
| 08/02/10 Restricted<br>Stock Units (Deferred<br>Stock Award) 3 Yr | 08/03/2013(2) | 08/03/2013(2) | Common<br>Stock | 12,398 | \$ 0 (3) | D                 | Â |

### **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                                 |       |  |
|--|---------------|-----------|---------------------------------|-------|--|
|  | Director      | 10% Owner | Officer                         | Other |  |
| Aronson Martha Goldberg<br>1069 STATE ROAD 46 EAST<br>BATESVILLE, IN 47006 | Â             | Â         | Sr. VP &<br>Pres. N.<br>America | Â     |  |
|  |               |           |                                 |       |  |

#### **Signatures**

Donna M. Isaacs as Attorney in Fact for Martha G.
Aronson

08/03/2010

\*\*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).
- (1) This option vests in four equal annual installments beginning on the date indicated.
- Restricted stock units vest 100% on 8/3/2013. Stock units will automatically be converted into shares of common stock in accordance (2) with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent
- (2) with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalen rights, which accrue on dividend record dates.
- (3) Conversion or Exercise Price of Derivative Security is 1-for-1.

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#### **Remarks:**

Exhibit 24 Power of Attorney attached

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.

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