

SODERBERG PETER H
 Form 4
 March 03, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
SODERBERG PETER H

(Last) (First) (Middle)
 1069 STATE ROUTE 46 EAST
 (Street)

BATESVILLE, IN 47006

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/02/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	03/02/2009		P	100 A \$ 9.42	100	I	By Trust
Common Stock	03/02/2009		P	59 A \$ 9.4594 ⁽¹⁾	159	I	By Trust
Common Stock	03/02/2009		P	1,066 A \$ 9.5	1,225	I	By Trust
Common Stock	03/02/2009		P	2,386 A \$ 9.5291 ⁽²⁾	3,611	I	By Trust
	03/02/2009		P	6,374 A	9,985	I	By Trust

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Common Stock						\$ 9.5463 <u>(3)</u>			
Common Stock	03/02/2009		P	4,896	A	\$ 9.5675 <u>(4)</u>	14,881	I	By Trust
Common Stock	03/02/2009		P	2,744	A	\$ 9.58	17,625	I	By Trust
Common Stock	03/02/2009		P	7,303	A	\$ 9.5932 <u>(5)</u>	24,928	I	By Trust
Common Stock	03/02/2009		P	197	A	\$ 9.61	25,125	I	By Trust

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

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SODERBERG PETER H 1069 STATE ROUTE 46 EAST BATESVILLE, IN 47006	X		President and CEO	

Signatures

Donna Isaacs as Attorney-in-Fact for Peter H.
Soderberg

03/03/2009

__Signature of Reporting Person

Date

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) The purchase price represents the weighted average price per share. Individual purchase prices were 3 shares @ \$9.45 and 56 shares @ \$9.46.
 - (2) The purchase price represents the weighted average price per share. Individual purchase prices were 200 shares @ \$9.52, 100 shares @ \$9.525, 1,986 shares @ \$9.53, and 100 shares @ \$9.535.
 - (3) The purchase price represents the weighted average price per share. Individual purchase prices were 2,304 shares @ \$9.54, 200 shares @ \$9.545, 100 shares @ \$9.5475, 3,570 shares @ \$9.55 and 200 shares @ \$9.555.
 - (4) The purchase price represents the weighted average price per share. Individual purchase prices were 1,596 shares @ \$9.56, 400 shares @ \$9.565, 300 shares @ \$9.5675, 1,300 shares @ \$9.57, and 1,300 shares @ \$ 9.575.
 - (5) The purchase price represents the weighted average price per share. Individual purchase prices were 4,632 shares @ \$9.59, 1,200 shares @ \$9.595, 871 shares @ \$9.60 and 600 shares @ \$9.605.

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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