#### **COUGHLIN RON**

Form 4

December 12, 2017

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

**OMB APPROVAL** 

3235-0287

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January 31, 2005

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Check this box if no longer subject to Section 16. 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 Ad- COUGHLIN	•	ng Person *	2. Issuer Name and Ticker or Trading Symbol HP INC [HPQ]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	•				
1501 PAGE MILL RD			(Month/Day/Year) 12/09/2017	Director 10% Owner Officer (give title Other (specify below) President, Personal Systems				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
PALO ALTO, CA 94304			Filed(Month/Day/Year)  Applicable Line)  _X_ Form filed by One Reporting Pe  Form filed by More than One Re Person					
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					

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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			of (D)	5. Amount of Securities Ownership Beneficially Form: Direct (D) or Following Indirect (I) Reported (Instr. 4) Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	12/09/2017		M	41,204 (1)	A	\$0	163,511	D	
Common Stock	12/09/2017		F	21,502	D	\$ 21.07	142,009	D	
Common Stock	12/10/2017		M	7,859 (1)	A	\$ 0	149,868	D	
Common Stock	12/10/2017		F	4,102	D	\$ 21.07	145,766	D	

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)

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)	5. Number of iorDerivative 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)		{ } (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	12/09/2017		M		41,204 (2)	(2)	(2)	Common Stock	41,204 (2)	
Restricted Stock Units	(1)	12/10/2017		M		7,859	(3)	(3)	Common Stock	7,859	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COUGHLIN RON 1501 PAGE MILL RD PALO ALTO, CA 94304

President, Personal Systems

## **Signatures**

/s/ Katie Colendich as Attorney-in-Fact for Ron Coughlin

12/12/2017

\*\*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) Each restricted stock unit ("RSU") represents a contingent right to receive one share of HP common stock.
- On 12/9/2015, the reporting person was granted 115,607 RSUs, 38,535 of which vested on 12/9/2016, 38,536 of which vested on 12/9/2017 and 38,536 of which are scheduled to vest 12/9/2018. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of derivative securities in column 5 includes 2,668 vested dividend equivalent rights.

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On 12/10/2014, the reporting person was granted 21,618 RSUs, 7,205 of which vested on each of 9/17/2015 and 12/10/2016, and 7,208 of which vested on 12/10/2017. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock. The number of derivative securities in column 5 includes 651 vested dividend equivalent rights. The amounts reflected in this footnote reflect the conversion of the awards upon the distribution of the Hewlett Packard Enterprise shares on November 1, 2015.

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.