Edgar Filing: HD Supply Holdings, Inc. - Form 4

·	Holdings, Inc.										
Form 4											
July 17, 2015									OMB APPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Section 16. Form 4 or				F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						January 31, 2005 verage s per 0.5	
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(c) See Instruction 1(c) 1(c											
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> STEGEMAN JOHN			2. Issuer Name and Ticker or Trading Symbol				I	5. Relationship of Reporting Person(s) to Issuer			
	(First) (Middle)	HD Supply Holdings, Inc. [HDS]				72]	(Check all applicable)			
(Last) 3100 CUM SUITE 17(3. Date of Earliest Transaction (Month/Day/Year) 07/16/2015				- - t	Director 10% Owner Officer (give title Other (specify below) Pres, HD Supply C&I-White Cap					
				onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA, GA 30339 Form filed by More than One Reporting Person								oorting			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secu	rities Acqui	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if			3. 4. Securities Acquired (A Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			(D)	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	07/16/2015			M <u>(1)</u>	65,000	А	\$ 20	99,657	D		
Common Stock	07/16/2015			<u>S(1)</u>	65,000 (2)	D	\$ 36.2768	34,657	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. Transactio Code (Instr. 8)	5. Number of onDerivative 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
Stock Options (Right to Buy)	\$ 20	07/16/2015		M <u>(1)</u>	65,000	06/08/2015	06/07/2020	Common Stock	65,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
STEGEMAN JOHN 3100 CUMBERLAND BLVD, SUITE 1700 ATLANTA, GA 30339			Pres, HD Supply C&I-White Cap				
Signatures							
James F. Brumsey, Attorney-in-Fact for John Stegeman	А.	07,	/17/2015				
**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 reported transactions were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.

This transaction was executed in multiple trades at prices ranging from \$36 to \$36.51. The reported price is the weighted average sale(2) price. The reporting person hereby undertakes to provide to the SEC staff or a security holder of the issuer upon request full information regarding the number of shares and prices at which the transaction was effected.

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.