

BRAMLEY CLAIRE
Form 3
December 17, 2018

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 | |
| Â BRAMLEY CLAIRE | | (Month/Day/Year) | HP INC [HPQ] | |
| (Last) | (First) | (Middle) | 12/15/2018 | |
| HP INC.,Â 1501 PAGE MILL ROAD | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | |
| PALO ALTO,Â CAÂ 94304 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Controller | | 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 |
| (City) | (State) | (Zip) | | |

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 | 15,819 | D | Â |

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 Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|---|--|
| | Date Exercisable | Expiration Date | Title | | |

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| | | | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---|---------------------------|---------------------------|-----------------|----------------------------------|---------------------|----------------------------------|---|
| Employee Stock Option (right to buy) | 11/02/2018 ⁽¹⁾ | 11/01/2023 ⁽¹⁾ | Common Stock | 14,463 <u>(1)</u> | \$ 13.83 <u>(1)</u> | D | Â |
| Restricted Stock Units | 12/07/2018 ⁽²⁾ | 12/07/2019 ⁽²⁾ | Common Stock | 6,192 <u>(2)</u> | \$ 0 | D | Â |
| Restricted Stock Units | 12/07/2018 ⁽³⁾ | 12/07/2020 ⁽³⁾ | Common Stock | 12,717 <u>(3)</u> | \$ 0 <u>(3)</u> | D | Â |
| Restricted Stock Unit | 06/20/2019 ⁽⁴⁾ | 06/20/2021 ⁽⁴⁾ | Common Stock | 10,730 <u>(4)</u> | \$ 0 | D | Â |
| Restricted Stock Units | 12/17/2018 ⁽⁵⁾ | 12/17/2018 ⁽⁵⁾ | Common Stock | 56,694 <u>(5)</u> | \$ 0 <u>(5)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|--------------|
| | Director | 10% Owner | Officer | Other |
| BRAMLEY CLAIRE HP INC. 1501 PAGE MILL ROAD PALO ALTO, CA 94304 | Â | Â | Â | Controller Â |

Signatures

/s/ Katie Colendich as Attorney-in-Fact for BRAMLEY
CLAIRE

12/17/2018

__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) On 11/2/2015, the reporting person was granted 43,388 options. The stock options vest 1/3 annually on each of the anniversaries of the grant date.
- (2) On 12/7/2016 the reporting person was granted 18,576 restricted stock units ("RSUs"), 6,192 of which vested on each of 12/7/2017 and 12/7/2018, 6,192 of which are scheduled to vest on 12/7/2019. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock.
- (3) On 12/7/2017 the reporting person was granted 19,075 RSUs, 6,358 of which vested on 12/7/2018, 6,358 of which are scheduled to vest on 12/7/2018 and 6,359 of which are scheduled to vest on 12/7/2019. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock.
- (4) On 6/20/2018 the reporting person was granted 10,730 RSUs, 1/3 of which vests annually over 3 years. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock.
- (5) On 12/7/2018, the reporting person was granted 56,694 RSUs, 1/3 of which vest annually over 3 years. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on HP common stock.

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.