

HP INC

Form 3

November 12, 2015

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 *

Â BINNS ROBERT HUGH
(Last) (First) (Middle)

C/O HP INC.,Â 1501 PAGE
MILL ROAD

(Street)

PALO ALTO,Â CAÂ 94304

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
11/01/2015

3. Issuer Name and Ticker or Trading Symbol

HP INC [HPQ]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
HGT and IR, Treasurer

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

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

23,410

D Â

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

SEC 1473 (7-02)

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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)	05/22/2007 ⁽¹⁾	05/22/2016 ⁽³⁾	Common Stock	1,212	\$ 25.1	D	Â
Employee Stock Option (right to buy)	09/27/2012 ⁽¹⁾	09/27/2019 ⁽³⁾	Common Stock	4,610	\$ 23.59	D	Â
Employee Stock Option (right to buy)	12/07/2012 ⁽¹⁾	12/07/2019 ⁽³⁾	Common Stock	2,436	\$ 28.41	D	Â
Employee Stock Option (right to buy)	04/23/2013 ⁽¹⁾	04/23/2020 ⁽³⁾	Common Stock	4,500	\$ 24.27	D	Â
Employee Stock Option (right to buy)	12/06/2013 ⁽¹⁾	12/06/2020 ⁽³⁾	Common Stock	5,625	\$ 13.83	D	Â
Employee Stock Option (right to buy)	12/11/2014 ⁽¹⁾	12/11/2021 ⁽³⁾	Common Stock	6,000	\$ 26.99	D	Â
Employee Stock Option (right to buy)	09/17/2015 ⁽¹⁾	12/10/2022 ⁽³⁾	Common Stock	7,500	\$ 37.36	D	Â
Employee Stock Option (right to buy)	10/30/2016 ⁽²⁾	10/30/2023 ⁽³⁾	Common Stock	41,733	\$ 26.96	D	Â
Restricted Stock Units	Â ⁽⁴⁾⁽⁶⁾	Â ⁽⁶⁾	Common Stock	2,079.5669	\$ ⁽⁵⁾	D	Â
Restricted Stock Units	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	9,949.8868	\$ ⁽⁵⁾	D	Â
Restricted Stock Units	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	2,394.1251	\$ ⁽⁵⁾	D	Â
Restricted Stock Units	Â ⁽⁴⁾⁽⁹⁾	Â ⁽⁹⁾	Common Stock	5,105.4174	\$ ⁽⁵⁾	D	Â
Restricted Stock Units	Â ⁽¹⁰⁾	Â ⁽¹⁰⁾	Common Stock	13,909	\$ ⁽⁵⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BINNS ROBERT HUGH C/O HP INC. 1501 PAGE MILL ROAD PALO ALTO, CA 94304	Â	Â	Â HGT and IR, Treasurer	Â

Signatures

Katie Colendich as Attorney-in-Fact for Robert H. Binns

11/12/2015

__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 became exercisable beginning on this date.

(2) This option will become exercisable in three equal annual installments beginning on this date.

(3) This option is no longer exercisable beginning on this date.

(4) On 07/29/15 the Issuer announced approved amendments to certain outstanding long-term incentive awards that were originally scheduled to vest between 09/18/15 and 12/31/15, to provide for the accelerated vesting on 09/17/15.

(5) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.

(6) On 12/11/13 the reporting person was granted 6,000 restricted stock units ("RSUs"), 2,000 of which vested on 12/11/14, 2,000 of which vested early on 09/17/15, and 2,000 of which will vest on 12/11/16. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on the Issuer's common stock. The number of derivative securities in column 5 includes 79.5669 vested dividend equivalent rights accrued but not released since the grant date.

(7) On 06/16/14 the reporting person was granted 14,550 RSUs, 4,850 of which vested on 06/16/15, and 4,850 of which will vest on each of 06/16/16 and 06/16/17. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on the Issuer's common stock. The number of derivative securities in column 5 includes 249.8868 vested dividend equivalent rights accrued but not released since the grant date.

(8) On 06/16/14 the reporting person was granted 3,500 RSUs, 1,166 of which vested on 06/16/15, and 1,167 of which will vest on each of 06/16/16 and 06/16/17. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on the Issuer's common stock. The number of derivative securities in column 5 includes 60.1251 vested dividend equivalent rights accrued but not released since the grant date.

(9) On 12/10/14 the reporting person was granted 7,500 RSUs, 2,500 of which vested early on 09/17/15, and 2,500 of which will vest on each of 12/10/16 and 12/10/17. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on the Issuer's common stock. The number of derivative securities in column 5 includes 105.4174 vested dividend equivalent rights accrued but not released since the grant date.

(10) On 10/30/15 the reporting person was granted 13,909 RSUs, 4,636 of which will vest on each of 10/30/16 and 10/30/17, and 4,637 of which will vest on 10/30/18. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on the Issuer's 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.

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