**HP INC** Form 4 November 13, 2015

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** 3235-0287 Number: January 31,

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Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SURESH SUBRA			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			HP INC [	HPQJ		(Che	ck all applicable	)	
(Last)	(First)	(Middle)	3. Date of E	arliest Tra	nsaction				
			(Month/Day	/Year)		_X_ Director	10%	Owner	
C/O HP INC ROAD	., 1501 PAG	E MILL	11/10/201	.5		Officer (give below)	e title Othe below)	r (specify	
	(Street)		4. If Amend	lment, Dat	e Original	6. Individual or J	oint/Group Filin	g(Check	
			Filed(Month	/Day/Year)		Applicable Line) _X_ Form filed by	One Reporting Per	rson	
PALO ALTO	O, CA 94304					Form filed by Person	More than One Rep	porting	
(City)	(State)	(Zip)	Table l	I - Non-De	erivative Securities Acq	quired, Disposed o	of, or Beneficiall	y Owned	
1.Title of	2. Transaction	Date 2A. Deer	med	3.	4. Securities	5. Amount of	6. Ownership	7. Nature	

							-
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securities on Acquired (A) or	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)	any Code		Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
				(A) or	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
			Code V	Amount (D) P	rice (Illsu. 3 and 4)		
Common Stock					0	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)

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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 ion Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	11/10/2015		A	4,075 (2)	(2)	(2)	Common Stock	4,075	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Transfer and an area area.	Director	10% Owner	Officer	Other			
SURESH SUBRA C/O HP INC. 1501 PAGE MILL ROAD PALO ALTO, CA 94304	X						

#### **Signatures**

Katie Colendich as Attorney-in-Fact for

\*\*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 represents a contingent right to receive one share of Issuer's common stock.
- (2) On 11/10/15 the reporting person was granted 4,075 restricted stock units ("RSUs"), all of which will cliff vest on 11/10/16. Dividend equivalent rights accrue with respect to these RSUs when and as dividends are paid on 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. 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.

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