Restoration Hardware Holdings Inc Form 3

May 06, 2016

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 *

Belling Keith

(Last)

(First) (Middle)

Statement

(Month/Day/Year)

04/28/2016

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Restoration Hardware Holdings Inc [RH]

4. Relationship of Reporting

Person(s) to Issuer

Filed(Month/Day/Year)

5. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Form filed by More than One

10% Owner _X_ Director Officer Other

(Check all applicable)

C/O RESTORATION HARDWARE HOLDINGS. INC., 15 KOCH ROAD, SUITE K

(Street)

(give title below) (specify below)

CORTE MADERA, CAÂ 94925

> (State) (City) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

Reporting Person

Person

(Instr. 5) Direct (D)

Â

or Indirect (Instr. 5)

Common Stock

9,877 (1)

D

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**

Ownership Conversion or Exercise

6. Nature of Indirect Beneficial Ownership

Form of (Instr. 5)

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		(Instr. 4)		Price of	Derivative
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Relationships			
rector	10% Owner	Officer	Other
λX	Â	Â	Â
		ector 10% Owner	•

Signatures

Edward T. Lee as Attorney-In-Fact 05/06/2016

**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) Includes 1,307 Restricted Stock Units that vested in full on June 26, 2015 but which the underlying shares will not be issued until June 24, 2016.

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.

Reporting Owners 2