

PAULSEN BRADLEY  
Form 3  
September 14, 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)

<p>1. Name and Address of Reporting Person *</p> <p>PAULSEN BRADLEY</p> <p>(Last) (First) (Middle)</p> <p>3400 CUMBERLAND BLVD</p> <p>(Street)</p> <p>ATLANTA, GA 30339</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/06/2018</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>HD Supply Holdings, Inc. [HDS]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Pres, HDS Facilities Main</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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	4,081	D	GA

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) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of			

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				Shares		(I) (Instr. 5)	
Stock Options (right to buy) <sup>(1)</sup>	Â <sup>(2)</sup>	03/09/2026	Common Stock	5,702	\$ 27.88	D	Â
Stock Options (right to buy) <sup>(1)</sup>	Â <sup>(3)</sup>	11/10/2026	Common Stock	7,102	\$ 36.93	D	Â
Stock Options (right to buy) <sup>(1)</sup>	Â <sup>(4)</sup>	02/28/2027	Common Stock	4,924	\$ 43	D	Â
Stock Options (right to buy) <sup>(1)</sup>	Â <sup>(5)</sup>	08/16/2027	Common Stock	4,873	\$ 30.56	D	Â
Stock Options (right to buy) <sup>(1)</sup>	Â <sup>(6)</sup>	03/08/2028	Common Stock	5,964	\$ 36.54	D	Â
Restricted Stock <sup>(1)</sup>	Â <sup>(7)</sup>	11/19/2019	Common Stock	3,601	\$ 0	D	Â
Restricted Stock <sup>(1)</sup>	Â <sup>(8)</sup>	03/09/2020	Common Stock	1,085	\$ 0	D	Â
Restricted Stock <sup>(1)</sup>	Â <sup>(9)</sup>	11/10/2020	Common Stock	2,031	\$ 0	D	Â
Restricted Stock <sup>(1)</sup>	Â <sup>(10)</sup>	02/28/2021	Common Stock	1,247	\$ 0	D	Â
Restricted Stock <sup>(1)</sup>	Â <sup>(11)</sup>	08/16/2021	Common Stock	1,227	\$ 0	D	Â
Restricted Stock <sup>(1)</sup>	Â <sup>(12)</sup>	03/08/2022	Common Stock	2,069	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAULSEN BRADLEY 3400 CUMBERLAND BLVD ATLANTA, GA 30339	Â	Â	Â Pres, HDS Facilities Main	Â

## Signatures

Rita L. Fadell, Attorney-in-Faact for Bradley Paulsen 09/14/2018

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) All stock options and restricted stock awards were granted under the HD Supply Holdings, Inc. Omnibus Incentive Plan and vest in four equal annual installments beginning on the first anniversary of the grant date, subject to continued employment through the vesting date. Upon retirement at or after age 62 with five years of continuous service, the awards continue to vest as scheduled, subject to the

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agreement of the reporting person not to engage in solicitation or competitive activity with the Company.

- (2) 2,851 option shares are fully vested; 1,425 and 1,426 option shares vest on 03/09/2019 and 03/09/2020, respectively.
- (3) 1,775 option shares are fully vested; 1,776 option shares vest on each of 11/10/2018 and 11/10/2020; and 1,775 option shares will vest on 11/10/2019.
- (4) 1,231 option shares are fully vested; 1,231 option shares will vest on each of 02/28/2019, 02/28/2020, and 01/28/2021.
- (5) 1,218 option shares are fully vested; 1,218 option shares vest on each of 08/16/2019 and 8/16/2020, and 1,219 option shares will vest on 08/16/2021.
- (6) 1,491 option shares vest on each of 03/08/2019, 03/08/2020, 03/08/2021, and 03/08/2022.
- (7) 1,800 restricted shares will vest on 11/19/2018 and 1,801 restricted shares will vest on 11/19/2019.
- (8) 542 restricted shares will vest on 03/09/2019 and 543 restricted shares will vest on 03/09/2020.
- (9) 677 restricted shares will vest on each of 11/18/2018, 11/10/2019, and 11/10/2020.
- (10) 416 restricted shares will vest on each of 02/28/2019 and 02/28/2021, and 415 restricted shares will vest on 02/29/2020.
- (11) 409 restricted shares will vest on each of 08/16/2019, 08/16/2020, and 08/16/2021.
- (12) 517 restricted shares will vest on each of 03/08/2019, 03/08/2020, and 03/08/2021; 518 restricted shares will vest on 03/08/2022.

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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