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HD SUPPLY HOLDINGS, INC.

Reported by

LECLAIR STEPHEN O

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/13/17 for the Period Ending 03/09/17

Address	3100 CUMBERLAND BOULEVARD, SUITE 1480 ATLANTA, GA 30339
Telephone	770-852-9000
CIK	0001573097
Symbol	HDS
SIC Code	5000 - Wholesale-Durable Goods
Industry	Diversified Trading & Distributing
Sector	Industrials
Fiscal Year	01/31

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LeClair Stephen O (Last) (First) (Middle)	**HD Supply Holdings, Inc. [HDS]**	____ Director ____ 10% Owner
3100 CUMBERLAND BLVD, SUITE 1700 (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **3/9/2017**	__ X __ Officer (give title below) ____ Other (specify below) **Pres.,HD Supply Waterworks**
ATLANTA, GA 30339 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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 Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								**26790**	**D**	
Common Stock	**3/9/2017**		**M** (1)		**1513**	**A**	**$41.92**	**23888**	**D**	
Common Stock	**3/10/2017**		**M** (2)		**5115**	**A**	**$41.99**	**29003**	**D**	
Common Stock	**3/10/2017**		**S** (3)		**507**	**D**	**$42.098**	**28496**	**D**	
Common Stock	**3/13/2017**		**S** (3)		**1706** (4)	**D**	**$42.3281**	**26790**	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock	**$41.92**	**3/9/2017**		**M** (1)			**1513**	(1)	(1)	**Common Stock**	**1513**	**$0**	**4539**	**D**	
Restricted Stock	**$41.99**	**3/10/2017**		**M** (2)			**5115**	(2)	(2)	**Common Stock**	**5115**	**$0**	**10229**	**D**	

Explanation of Responses:

(1) Conversion on vesting and lapse of restrictions on restricted shares granted on March 9, 2016 under the 2013 Omnibus Incentive Plan. The award vests in four equal annual installments from the grant date.

(2) Conversion on vesting and lapse of restrictions on restricted shares granted on March 10, 2015 under the 2013 Omnibus Incentive Plan. The award vests in four equal annual installments from the grant date.

(3) Shares withheld and sold in the open market to satisfy mandatory tax withholding upon vesting and lapse of restrictions on restricted shares.

(4) This transaction was executed in multiple trades ranging from $42.12 to $42.78. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LeClair Stephen O **3100 CUMBERLAND BLVD, SUITE 1700** **ATLANTA, GA 30339**			**Pres.,HD Supply Waterworks**	

Signatures

James F. Brumsey, Attorney-in-Fact for Stephen O. LeClair	**3/13/2017**
** Signature of Reporting Person	Date

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

* 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).

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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