

HD SUPPLY HOLDINGS, INC.

Reported by
NOWELL LIONEL L III

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 09/22/17 for the Period Ending 09/20/17

Address	3100 CUMBERLAND BOULEVARD, SUITE 1480 ATLANTA, GA, 30339
Telephone	770-852-9000
CIK	0001573097
Symbol	HDS
Fiscal Year	01/31

FORM 4

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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)	
NOWELL LIONEL L III (Last) (First) (Middle)		HD Supply Holdings, Inc. [HDS]		<input checked="" type="checkbox"/> Director _____ 10% Owner <input type="checkbox"/> Officer (give title below) _____ Other (specify below)	
3100 CUMBERLAND BLVD, SUITE 1700, SUITE 1700 (Street)		3. Date of Earliest Transaction (MM/DD/YYYY)			
ATLANTA, GA 30339 (City) (State) (Zip)		9/20/2017			
		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	9/20/2017		M	(1)	845	A	\$34.32	845	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
Deferred Stock Units	\$34.32	9/20/2017		M	(1)	845		(1)	(1)	Common Stock	845	\$0	0	D	
Restricted Stock Units	(2)	9/20/2017		J	(2)	3237		(2)	(2)	Common Stock	3237	\$0	0	D	

Explanation of Responses:

- Shares acquired in settlement of vested deferred stock units on termination of board service. The units were granted to Mr. Nowell on August 17, 2017 under the HD Supply Holdings, Inc. Omnibus Incentive Plan pursuant to his election to convert quarterly cash fees for board service to deferred stock units.
- Forfeiture of unvested restricted stock units on termination of board service. The units were granted to Mr. Nowell under the HD Supply Holdings, Inc. Omnibus Incentive Plan on May 18, 2017.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NOWELL LIONEL L III 3100 CUMBERLAND BLVD, SUITE 1700 SUITE 1700 ATLANTA, GA 30339	X			

Signatures

Rita L. Fadell, Attorney-in-Fact for Lionel L. Nowell III

9/22/2017

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.