

ALBERINI CARLOS
Form 3/A
November 05, 2012

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)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â ALBERINI CARLOS		(Month/Day/Year)	Restoration Hardware Holdings Inc [RH]	
(Last)	(First)	(Middle)	11/01/2012	
15 KOCH ROAD, SUITE J			4. Relationship of Reporting Person(s) to Issuer	
(Street)			(Check all applicable)	
CORTE			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	
MADERA,Â CAÂ 94925			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	
(City)	(State)	(Zip)	(give title below) (specify below)	
			Chief Executive Officer	
			5. If Amendment, Date Original Filed(Month/Day/Year)	
			11/01/2012	
			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 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	1,405,480	D	Â
Common Stock	406,819	I	By Trust ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
Stock Option (Right to Buy)	Â (2)	11/01/2022	Common Stock	2,976,826	\$ 46.5	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALBERINI CARLOS 15 KOCH ROAD, SUITE J CORTE MADERA, CA 94925	Â X	Â X	Â Chief Executive Officer	Â

Signatures

Glenda Citragno as
Attorney-in-Fact

11/05/2012

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) By Carlos E. Alberini as trustee of the Carlos E. Alberini Family Trust, dated November 1, 2012.
- Option is fully vested, and the underlying shares are subject to stock price performance-based selling restrictions, which, subject to continuous service, will lapse with respect to 1/12th of the shares when the ten day trailing average price of the Company's common stock exceeds \$50.75 per share for at least 10 consecutive trading days, and which will lapse with respect to additional 1/12ths of the shares when the ten day trailing average price of the Company's common stock reaches a price per share of \$57.00, \$63.25, \$69.25, \$75.00, \$80.75, \$86.25, \$91.75, \$96.75, \$102.00, \$106.75 and \$111.25 for 10 consecutive trading days, respectively.

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.