

Preston Jack M
 Form 3
 April 02, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 | |
| Preston Jack M | | (Month/Day/Year) | RH [RH] | |
| (Last) | (First) | (Middle) | 03/29/2019 | |
| C/O RH, 15 KOCH ROAD, SUITE K | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| CORTE MADERA, CA 94925 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | Chief Financial Officer | <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 | D | |

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 Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

Edgar Filing: Preston Jack M - Form 3

| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Restricted Stock Unit (RSU) | Â (1) | Â (1) | Common Stock | 9,000 | \$ (2) | D | Â |
| Restricted Stock Unit (RSU) | Â (3) | Â (3) | Common Stock | 10,000 | \$ (2) | D | Â |
| Restricted Stock Unit (RSU) | Â (4) | Â (4) | Common Stock | 1,000 | \$ (2) | D | Â |
| Stock Option (Right to Buy) | Â (5) | 04/20/2026 | Common Stock | 27,500 | \$ 44.52 | D | Â |
| Stock Option (Right to Buy) | Â (6) | 06/26/2026 | Common Stock | 6,000 | \$ 25.39 | D | Â |
| Stock Option (Right to Buy) | Â (7) | 05/07/2024 | Common Stock | 40,000 | \$ 61.3 | D | Â |
| Stock Option (Right to Buy) | Â (8) | 05/05/2025 | Common Stock | 6,250 | \$ 87.31 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Preston Jack M C/O RH 15 KOCH ROAD, SUITE K CORTE MADERA, CA 94925 | Â | Â | Â Chief Financial Officer | Â |

Signatures

/s/ Edward T. Lee as
Attorney-In-Fact

04/02/2019

__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) This restricted stock unit award will vest with respect to 3,000 of the units annually on each of June 16, 2019 through 2021, subject to continuous service.
- (2) Each restricted stock unit represents a contingent right to receive one share of RH common stock.
- (3) This restricted stock unit award will vest with respect to all 10,000 remaining units on June 16, 2019, subject to continuous service.
- (4) This restricted stock unit award will vest with respect to 500 of the units annually on each of June 16, 2019 through 2020, subject to continuous service.
- (5) This option award is vested and exercisable with respect to 9,500 of the shares and will vest and become exercisable with respect to an additional 6,000 of the shares annually on each of April 21, 2019 through 2021, subject to continuous service.
- (6) This option award is vested and exercisable with respect to 1,500 of the shares and will vest and become exercisable with respect to an additional 1,500 of the shares annually on each of June 27, 2019 through 2021, subject to continuous service.

Edgar Filing: Preston Jack M - Form 3

- (7) This option award is vested and exercisable with respect to 30,000 of the shares and will become fully vested on May 8, 2019, subject to continuous service.
- (8) This option award is vested and exercisable with respect to 3,750 of the shares and will vest and become exercisable with respect to an additional 1,250 of the shares annually on each of May 6, 2019 through 2020, subject to continuous service.

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.