

**POSITION SPECIFICATION FOR CHAIR
OF A COMMITTEE OF THE BOARD OF DIRECTORS OF
HILL-ROM HOLDINGS, INC.**

Position Overview: The Chair of each committee provides leadership and direction to the committee.

Responsibilities: Responsibilities of Chair include the following, in addition to those applicable to all other committee members:

1. Presiding at all committee meetings;
2. Coordinating the activities of the committee;
3. Developing the agenda for committee meetings;
4. Defining the quality, quantity, and timeliness of the flow of information between company management and the committee;
5. Approving, in consultation with other committee members, the retention of consultants who report directly to the committee;
6. Providing opportunities for committee members to candidly discuss the corporation's affairs among themselves;
7. Reporting on the activities of the committee to the Board; and
8. Such other responsibilities as may be set forth in the committee's charter.