Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL							
OMB Number: 3235-0287							
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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

Name and Address of Reporting Person* Heiss Xavier					2. Issuer Name and Ticker or Trading Symbol Xerox Holdings Corp [XRX]							(Chec	ationship of Reporting all applicable) Director Officer (give title		ng Pers	10% Owner Other (specify			
(Last) (First) (Middle) XEROX CORPORATION 201 MERRITT 7					3. Date of Earliest Transaction (Month/Day/Year) 04/06/2020							X		below) below) Executive Vice President					
(Street) NORWA (City)			6851		4. If A	Line) X Form filed by								filed by One	oup Filing (Check Applicable One Reporting Person More than One Reporting				
(- 9)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)			2. Transac	. Transaction 2A. Exe		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)) or 5. Amo 4 and Securi Benefi		ount of ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) o (D)	Pr Pr	ice	Transaction(s) (Instr. 3 and 4)				(111501.4)
Restricted Stock Units			04/06/2	/2020				M		1,005(1)	D		\$ <mark>0</mark>	26	367 ⁽²⁾		D		
Common Stock				04/06/2	2020				M		1,005	A		\$ <mark>0</mark>	47,933 ⁽²⁾			D	
Common Stock			04/06/2	2020				F		554 ⁽³⁾	D \$18.7		18.71	.71 47,379		D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date Execution Date if any (Month/Day/Year)		ion Date,	Code (Instr.		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ities red sed 3, 4	6. Date Exerci Expiration Da (Month/Day/Yo		te	7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		De Se (In	Price of rivative curity str. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y E	LO. Ownership Form: Direct (D) or Indirect I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	Code		Code	v	(A)	(D)			Expiration Date	Amount or Number of Title Shares		er							

Explanation of Responses:

- 1. Restricted Stock Units vested and converted into Common Stock.
- 2. Reflects adjustment of balance due to Restricted Stock Units converting to Common Stock.
- 3. Shares withheld to pay for taxes on Restricted Stock Units that have vested.

/s/ Douglas H. Marshall, Attorney-in-Fact

04/08/2020

** 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 Number.