## Edgar Filing: Hillenbrand, Inc. - Form 4

Hillenbrand, Inc Form 4											
October 01, 201	л								PPROVAL		
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number:	3235-0287		
Check this be if no longer subject to Section 16. Form 4 or Form 5	STATEN	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							January 31, 2005 l average burs per 0.5		
obligations may continue <i>See</i> Instruction 1(b).	e. Section 17(	a) of the l	Public U	Itility Hol	ding Cor		t of 1935 or Secti				
(Print or Type Resp	ponses)										
1. Name and Address of Reporting Person <u>*</u> George Scott P.			Symbol	er Name <b>an</b> orand, Inc		Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (	(Middle) 3. Date of Earliest Transaction				(Check all applicable)					
ONE BATESVILLE BOULEVARD			(Month/Day/Year) 09/30/2013				Director     10% Owner       Officer (give title     Other (specify below)       selow)     Sr. VP, Corporate Development				
(Street) BATESVILLE, IN 47006			4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>				
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficial	lly Owned		
	Fransaction Date onth/Day/Year)	2A. Deem Execution any (Month/Da	ed Date, if	3.	4. Securit onAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Report	on a separate line	e for each cl	ass of sec	urities bene	-	-	· · · · · · · · · · · · · · · · · · ·				
					inforn requii	nation con red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)		or oosed D) r. 3,	s 1 1				(Instr. 5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (Deferred Stock Award) 2/1/12	<u>(1)</u>	09/30/2013		A <u>(2)</u>		95		<u>(3)</u>	<u>(3)</u>	Common Stock	95	\$ 27.3

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships								
	Director	10% Owner	Officer	Other					
George Scott P. ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006			Sr. VP, Corporate Developmen	t					
Signatures									
By Carol A. Roell As Attorney-In-Fact for George	10/01/2013								
**Signature of Reporting Person		I	Date						

## **Explanation of Responses:**

- \* 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).
- (1) Conversion of Exercise Price of Derivative Securities is 1-for-1.
- (2) Restricted Stock Units are entitled to dividend equivalent rights which accrue on dividend record dates.
- (3) Restricted Stock Units vest 30% on 2/2/2014, 30% on 2/2/2015 and 40% on 2/2/2016. Stock units are entitled to dividend equivalent rights which accrue on dividend record dates.

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.