

Hillenbrand, Inc.
Form 4
January 04, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
TAYLOR STUART A II

(Last) (First) (Middle)

ONE BATESVILLE BOULEVARD

(Street)

BATESVILLE, IN 47006

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Hillenbrand, Inc. [HI]

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Underlying Securities (Instr. 3 and 4)
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(A)	(D)						
Restricted Stock Units (Deferred Stock Award) 2/11/09	<u>(1)</u>	12/31/2015	<u>A(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	40
Restricted Stock Units (Deferred Stock Award) 2/24/10)	<u>(1)</u>	12/31/2015	<u>A(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	36
Restricted Stock Units (Deferred Stock Award) 2/23/11	<u>(1)</u>	12/31/2015	<u>A(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	32
Restricted Stock Units (Deferred Stock Award) 2/22/12	<u>(1)</u>	12/31/2015	<u>A(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	30
Restricted Stock Units (Deferred Stock Award) 2/27/13	<u>(1)</u>	12/31/2015	<u>A(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	28
Restricted Stock Units (Deferred Stock Award) 2/26/14)	<u>(1)</u>	12/31/2015	<u>A(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	22
Restricted Stock Units (Deferred Stock Award) 2/25/15	<u>(1)</u>	12/31/2015	<u>A(2)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	22
RESTRICTED STOCK	<u>(1)</u>				<u>(3)</u>	<u>(3)</u>	Common Stock	31,806 <u>(4)</u>

