

Edgar Filing: HILLENBRAND INDUSTRIES INC - Form S-8 POS

HILLENBRAND INDUSTRIES INC
Form S-8 POS
May 15, 2002

Registration No. 333-49669

As filed with the Securities and Exchange Commission on May 15, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

HILLENBRAND INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

INDIANA

35-1160484

(State or other jurisdiction of
incorporation or organization)

(IRS Employer
Identification No.)

700 State Route 46 East
BATESVILLE, INDIANA

47006

(Address of Principal Executive Offices)

(Zip Code)

1996 STOCK OPTION PLAN

(Full title of the plan)

Timothy R. Renfroe
Hillenbrand Industries, Inc.
700 State Route 46 East
Batesville, Indiana 47006
TELEPHONE: (812) 934-7682

(Name, address and telephone number of agent for service)

The purpose of this Post-Effective Amendment No. 1 is to transfer 294,611 shares of common stock of Hillenbrand Industries, Inc. (the "Company") from this

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Registration Statement to the Registration Statement being filed with the Securities and Exchange Commission on May 15, 2002 with respect to the Company's Stock Incentive Plan.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. EXHIBITS

NUMBER	DESCRIPTION	METHOD OF FILING
24.1	Substitution of Power of Attorney	Filed herewith

SIGNATURES

THE REGISTRANT. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Batesville, State of Indiana, on this 15th day of May, 2002.

HILLENBRAND INDUSTRIES, INC.

By: /S/ FREDERICK W. ROCKWOOD

Frederick W. Rockwood
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 has been signed below by the following persons in the capacities indicated on this 15th day of May, 2002.

SIGNATURE

CAPACITY

/S/ FREDERICK W. ROCKWOOD

Frederick W. Rockwood

President and Chief Executive Officer and Director

/S/ SCOTT K. SORENSEN

Scott K. Sorensen

Vice President and Chief Financial Officer

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/S/ GREGORY N. MILLER

Vice President and Controller

Gregory N. Miller

*

Chairman of the Board

Ray J. Hillenbrand

*

Director

Daniel A. Hillenbrand

SIGNATURE

CAPACITY

*

Director

John A. Hillenbrand II

*

Director

W August Hillenbrand

*

Director

Peter F. Coffaro

*

Director

Edward S. Davis

*

Director

Leonard Granoff

*

Director

John C. Hancock

* By: /S/ TIMOTHY R. RENFROE

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-----,
as authorized by Power of
Attorney dated January
19, 1998 filed as Exhibit
24 to this Registration
Statement and
Substitution of Power of
Attorney dated May 13,
2002 filed as Exhibit
24.1 to this Registration
Statement

EXHIBIT INDEX

NUMBER	DESCRIPTION	METHOD OF FILING
24.1	Substitution of Power of Attorney	Filed herewith