

# HILLENBRAND, INC.

Reported by  
**LOUGHREY F JOSEPH**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/13/13 for the Period Ending 03/12/13

|             |  |
|-------------|--|
| Address     | ONE BATESVILLE BOULEVARD<br>BATESVILLE, IN 47006 |
| Telephone   | (812)931-2304                                    |
| CIK         | 0001417398                                       |
| Symbol      | HI   |
| Fiscal Year | 09/30  |

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |   |   |  |   |  |
|---|---|---|--|---|--|
| 1. Name and Address of Reporting Person * |   | 2. Issuer Name and Ticker or Trading Symbol |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)         |  |
| <b>LOUGHREY F JOSEPH</b>                  |   | <b>Hillenbrand, Inc. [ HI ]</b>             |  | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner |  |
| (Last) (First) (Middle)                   | 3. Date of Earliest Transaction (MM/DD/YYYY)      |   | <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |   |  |
| <b>ONE BATESVILLE BOULEVARD</b>           |   | <b>3/12/2013</b>                            |  | 6. Individual or Joint/Group Filing (Check Applicable Line)                     |  |
| (Street)                                  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |   | <input checked="" type="checkbox"/> Form filed by One Reporting Person                             |   |  |
| <b>BATESVILLE, IN 47006</b>               |   |   | <input type="checkbox"/> Form filed by More than One Reporting Person                              |   |  |
| (City) (State) (Zip)                      |   |   |  |   |  |

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

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|------------|-----------|---|--|---|
|                                 |                |                                   | Code                      | V | Amount  | (A) or (D) | Price     |   |  |   |
| Common Stock                    | 3/12/2013      |                                   | P                         |   | 12000   | A          | \$24.5135 | 20000   | D  |   |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date |     | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                 | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|---|-----|---|-----------------|--|---|--|--|
|  |  |                |                                   | Code                      | V |  | (A)                                     | (D) | Date Exercisable  | Expiration Date |  |   |  |  |

**Explanation of Responses:**

**Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| <b>LOUGHREY F JOSEPH<br/>ONE BATESVILLE BOULEVARD<br/>BATESVILLE, IN 47006</b> | <b>X</b>      |           |         |       |

**Signatures**

**Carol A. Roell As Attorney-In-Fact for F. Joseph Loughrey**

**3/13/2013**

\*\* 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 control number.