

# HILLENBRAND, INC. Reported by TAYLOR STUART A II

### FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 10/08/09 for the Period Ending 10/07/09

Address ONE BATESVILLE BOULEVARD

BATESVILLE, IN 47006

Telephone (812)931-2304

CIK 0001417398

Symbol HI

Fiscal Year 09/30





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

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

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2.	2. Issuer Name <b>and</b> Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
TAYLOR ST	U <b>ART</b> A	\ II						Inc. [ H							_	
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)						,	XDirector10% Owner  Officer (give title below) Other (specify				
TAYLOR GROUP LLC, 1507 EAST 53RD STREET											below)	z (grve titte )	_		ороспу	
(Street)				4. (M	4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)				
CHICAGO, II	L 60615 (State)	(Zip)	)										Reporting Pe		1	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
			2. Tra Date	ins.	2A. Deemed Execution Date, if	d Con (I	ode Instr. 8)	A. Securities Acquired (A) Disposed of ( Instr. 3, 4 an  (A) or Amount (D)	or Foll (Ins d 5)		ing Reported Transaction(s)  3 and 4)  Ownership of Indir Form: Benefic			Beneficial Ownership		
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	Execution Date, if	4. Trans Code (Instr. 8)	. I	5. Number of		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		(Instr. 5) S		Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(s) (Instr. 4)	(+)		
Deferred Director Fees	(1)	10/7/2009		A (2)		735		(3)	(3)	Common Stock	735	\$20.39	2710	D		

#### **Explanation of Responses:**

- (1) Conversion or Exercise Price of Derivative Securities is 1-for-1.
- (2) These deferred stock units were accrued through deferral of board of directors fees earned. Stock units are entitled to dividend equivalent rights which accrue on dividend record dates.
- (3) These stock units will automatically be convered into shares of common stock on the one year anniversary of the date the Director ceases to be a Member of the Board of Directors of the Company, unless a further deferral election has been made.

#### **Reporting Owners**

Paparting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
TAYLOR STUART A II TAYLOR GROUP LLC 1507 EAST 53RD STREET CHICAGO, IL 60615	X						

#### **Signatures**

Carol A. Roell As Attorney-In-Fact for Stuart A. Taylor, II

10/8/2009

\*\* 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.