

HILLENBRAND, INC.

Reported by
WILSON PAUL DOUGLAS

FORM 4/A

(Amended Statement of Changes in Beneficial Ownership)

Filed 04/02/13 for the Period Ending 03/25/13

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

FORM 4

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

OMB APPROVAL
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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
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * WILSON PAUL DOUGLAS (Last) (First) (Middle) ONE BATESVILLE BOULEVARD (Street) BATESVILLE, IN 47006 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Sr. VP, & Chief Adm. Officer
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">3/25/2013</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY) <p align="center">3/27/2013</p>		

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	3/25/2013		C		2375	A	\$25.35	73959 (1)	D	
Common Stock	3/25/2013		F		784	D	\$25.35	73175 (1)	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	Title	Amount or Number of Shares				
Restricted Stock Units (Deferred Stock Award) 3/24/08	(2)	3/25/2013		C		2375		(3)	(3)	Common Stock	2375	\$25.35	0	D	

Explanation of Responses:

- (1) Includes 29,144 unvested shares and units of Restricted Stock subject to vesting conditions based on the Company's financial performance.
- (2) Conversion or Exercise Price of Derivative Securities is 1-for-1.
- (3) Restricted Stock Units vested 20% on 3/25/2010; 25% on 3/25/2011; and 25% on 3/25/2012. The remaining units fully vest on 3/25/2013.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON PAUL DOUGLAS ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006			Sr. VP, & Chief Adm. Officer	

Signatures

Carol A. Roell As Attorney-in-Fact for Paul Douglas Wilson

4/2/2013

** 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.

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