

# HILLENBRAND, INC.

Reported by  
**CANADY WILLIAM**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/04/14 for the Period Ending 12/02/14

Address	ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006
Telephone	(812)931-2304
CIK	0001417398
Symbol	HI
SIC Code	3990 - Miscellaneous Manufacturing Industries
Industry	Furniture & Fixtures
Sector	Consumer Cyclical
Fiscal Year	09/30

# FORM 4

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

<b>1. Name and Address of Reporting Person *</b>  <b>CANADY WILLIAM</b> <small>(Last) (First) (Middle)</small>  <b>ONE BATESVILLE BOULEVARD</b> <small>(Street)</small>  <b>BATESVILLE, IN 47006</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>Hillenbrand, Inc. [ HI ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>12/2/2014</b></p>	<b>5. Relationship of Reporting Person(s) to Issuer</b> <small>(Check all applicable)</small>  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <b>SR VP Corp Strat &amp; Ind Prod</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person										
<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>												
<b>1. Title of Security (Instr. 3)</b>	<b>2. Trans. Date</b>	<b>2A. Deemed Execution Date, if any</b>	<b>3. Trans. Code (Instr. 8)</b>	<b>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</b>	<b>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</b>	<b>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</b>	<b>7. Nature of Indirect Beneficial Ownership (Instr. 4)</b>					
	Code	V	Amount	(A) or (D) Price								
<b>Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)</b>												
<b>1. Title of Derivate Security (Instr. 3)</b>	<b>2. Conversion or Exercise Price of Derivative Security</b>	<b>3. Trans. Date</b>	<b>3A. Deemed Execution Date, if any</b>	<b>4. Trans. Code (Instr. 8)</b>	<b>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</b>	<b>6. Date Exercisable and Expiration Date</b>	<b>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</b>	<b>8. Price of Derivative Security (Instr. 5)</b>	<b>9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)</b>	<b>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</b>	<b>11. Nature of Indirect Beneficial Ownership (Instr. 4)</b>	
<b>Employee Stock Option (Right to Buy)</b>	<b>\$32.655</b>	<b>12/3/2014</b>		<b>A</b>	<b>8659</b>	<b>12/3/2015</b> <small>(1)</small>	<b>12/3/2024</b> <small>(1)</small>	<b>Common Stock</b>	<b>8659</b>	<b>\$0</b>	<b>8659</b>	<b>D</b>

**Explanation of Responses:**

(1) Options vest in three equal annual installments beginning on the date indicated.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>CANADY WILLIAM ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006</b>			<b>SR VP Corp Strat &amp; Ind Prod</b>	

**Signatures**

By Carol A. Roell as Attorney-in-Fact for William Canady

12/4/2014

\*\* 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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