Hillenbrand, Inc. Form 4 April 01, 2015

## FORM 4

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

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

1. Name and Address of Reporting Person \*

KEHL THOMAS

(Zip)

2. Transaction Date 2A. Deemed

(Last)

(City)

1. Title of

Security

(Instr. 3)

(First) (Middle)

(Month/Day/Year)

(Street)

(State)

(Month/Day/Year)

ONE BATESVILLE BOULEVARD

BATESVILLE, IN 47006

Symbol Hillenbrand, Inc. [HI]

3. Date of Earliest Transaction

03/31/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities Execution Date, if TransactionAcquired (A) or

> Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

(A)

Owned Following Reported

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Issuer

below)

Person

5. Amount of

Securities

Beneficially

Director

Applicable Line)

Officer (give title

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed

Derivative Security

Conversion or Exercise

(Month/Day/Year)

Execution Date, if any

4. 5. TransactionNumber Code of

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

**Underlying Securities** (Instr. 3 and 4)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

6. Ownership

Form: Direct

(D) or Indirect Beneficial

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

(Check all applicable)

below) Senior Vice President

10% Owner Other (specify

7. Nature of

Ownership

(Instr. 4)

Indirect

Estimated average

burden hours per

7. Title and Amount of 8. Price Derivati Security Edgar Filing: Hillenbrand, Inc. - Form 4

| (Instr. 3)                                    | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. 8) |   | Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |     |                     |                    |                 |  | (Instr. 5) |
|---|------------------------------------|------------|------------------|------------|---|---|-----|---------------------|--------------------|-----------------|--|------------|
|   |                                    |            |                  | Code       | V | (A)   | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |            |
| Restricted Stock Units (Deferred Stock Award) | (1)                                | 03/31/2015 |                  | A(2)       |   | 50  |     | (3)                 | (3)                | Common<br>Stock | 50                                     | \$ 30.8    |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KEHL THOMAS

12/3/12

ONE BATESVILLE BOULEVARD Senior Vice President

BATESVILLE, IN 47006

## **Signatures**

By Carol A. Roell as Attorney-in-Fact for Thomas
Kehl
04/01/2015

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* 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).
- (1) Conversion of Exercise Price of Derivative Securities is 1-for-1.
- (2) Restricted Stock Units are entitled to dividend equivalent rights which accrue on dividend record dates.
- (3) Restricted stock units vested 20% on 12/4/13 and 20% on 12/4/14. The remaining units will vest 60% on 12/4/15.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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