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

Schedule 13G

Under the Securities Exchange Act of 1934 (Amendment No.:0)\*

CUSIP No.: 431571108

1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

THE VANGUARD GROUP, INC. - 23-1945930

2. CHECK THE APPROPRIATE [LINE] IF A MEMBER OF A GROUP

A. B. <u>X</u>

3. SEC USE ONLY

4. CITIZENSHIP OF PLACE OF ORGANIZATION

Pennsylvania

(For questions 5-8, report the number of shares beneficially owned by each reporting person with:)

5. SOLE VOTING POWER

86,807

- 6. SHARED VOTING POWER
- 7. SOLE DISPOSITIVE POWER

3,241,280

8. SHARED DISPOSITIVE POWER

86,807

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,328,087

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

N/A

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.32%

12. TYPE OF REPORTING PERSON

ΙA

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

#### SCHEDULE 13G Under the Securities Act of 1934

Check the following [line] if a fee is being paid with this statement N/A Item 1(a) - Name of Issuer: Hillenbrand Inc Item 1(b) - Address of Issuer's Principal Executive Offices: One Batesville Boulevard Batesville, Indiana 47006 Item 2(a) - Name of Person Filing: THE VANGUARD GROUP, INC. - 23-1945930 <u>Item 2(b) – Address of Principal Business Office or, if none, residence:</u> 100 Vanguard Blvd. Malvern, PA 19355 <u>Item 2(c) – Citizenship:</u> Pennsylvania Item 2(d) - Title of Class of Securities: Common Stock Item 2(e) - CUSIP Number 431571108 Item 3 - Type of Filing: This statement is being filed pursuant to Rule 13d-1. An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E). <u>Item 4 - Ownership:</u> (a) Amount Beneficially Owned:

3,328,087

5.32%

(b) Percent of Class:

- (c) Number of shares as to which such person has:
- (i) sole power to vote or direct to vote: 86,807
- (ii) shared power to vote or direct to vote:
- (iii) sole power to dispose of or to direct the disposition of: 3,241,280
- (iv) shared power to dispose or to direct the disposition of: 86,807

#### Comments:

#### <u>Item 5 - Ownership of Five Percent or Less of a Class:</u>

Not Applicable

#### Item 6 - Ownership of More Than Five Percent on Behalf of Another Person:

Not applicable

## Item 7 - Identification and Classification of the Subsidiary Which Acquired The Security Being Reported on by the Parent Holding Company

See Attached Appendix A

#### Item 8 - Identification and Classification of Members of Group:

Not applicable

#### Item 9 - Notice of Dissolution of Group:

Not applicable

#### Item 10 - Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

#### Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: 02/06/2012

## By /s/ F. William McNabb III\*

F. William McNabb III

President and Chief Executive Officer

\*By: /s/ Glenn Booraem

Glenn Booraem, pursuant to a Power of Attorney filed January 29, 2010, see File Number 005-81485, Incorporated by Reference

## Appendix A

Pursuant to the instructions of Item 7 of Schedule 13G, Vanguard Fiduciary Trust Company ("VFTC"), a wholly-owned subsidiary of The Vanguard Group, Inc., is the beneficial owner of 86,807 shares or .13% of the Common Stock outstanding of the Company as a result of its serving as investment manager of collective trust accounts. VFTC directs the voting of these shares.

## By /s/ F. William McNabb III\*

F. William McNabb III

President and Chief Executive Officer

\*By: /s/ Glenn Booraem

Glenn Booraem, pursuant to a Power of Attorney filed on January 29, 2010, see File Number 005-81485, Incorporated by Reference