

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 10, 2022

HILLENBRAND, INC.

(Exact name of registrant as specified in its charter)

Indiana
(State or other jurisdiction of
incorporation)

1-33794
(Commission File Number)

26-1342272
(IRS Employer Identification No.)

One Batesville Boulevard
Batesville, Indiana
(Address of principal executive offices)

47006
(Zip Code)

Registrant's telephone number, including area code: **(812) 934-7500**

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions *see* General Instruction A.2. of Form 8-K):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class:	Trading Symbol(s)	Name of each exchange on which registered:
Common Stock, without par value	HI	New York Stock Exchange

Indicate by the check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers.

On March 10, 2022, Hillenbrand, Inc. (the "Company") announced that it has hired Robert M. VanHimbergen to become its next Senior Vice President, Chief Financial Officer. Mr. VanHimbergen will join the Company on March 14, 2022, as its Executive Vice President, Finance, for a transition period until he takes the Chief Financial Officer role effective April 30, 2022. Kristina A. Cerniglia, current Senior Vice President and Chief Financial Officer, will step down effective April 29, 2022, after eight years of dedicated service, to pursue other professional opportunities. Ms. Cerniglia's departure is not the result of any disagreement with the Company on any matter relating to the Company's financials, operations, policies, or practices.

Mr. VanHimbergen, 46, joins the Company from Johnson Controls International plc ("Johnson Controls"), where he was most recently Vice President, Corporate Controller since December 2017. He spent 15 years at Johnson Controls, serving in various roles of increasing responsibility, including as chief financial officer of Yangfeng Automotive Interiors in Shanghai, China. Prior to Johnson Controls, Mr. VanHimbergen spent nearly a decade at PricewaterhouseCoopers LLP working with large multinational manufacturing companies.

There are no arrangements or understandings between Mr. VanHimbergen and any other person pursuant to which he was appointed as an officer of the Company. There are no family relationships between Mr. VanHimbergen and any director or executive officer of the Company, and he has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

This announcement is more fully described in the press release furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The Company has entered into an employment agreement with Mr. VanHimbergen, effective as of March 14, 2022, the terms and conditions of which are substantially similar (except for compensation and related award amounts) to the agreements the Company has with its other non-CEO executive officers, including customary severance, non-competition, and non-solicitation provisions.

Mr. VanHimbergen's compensation package includes an annual base salary of \$500,000 and an annual short-term incentive compensation target at 75% of base salary, awarded under the Company's short-term incentive compensation plan. Mr. VanHimbergen will also be eligible to participate in the Company's annual equity-based awards under its long-term incentive compensation plan. As an inducement to him and in recognition of certain annual and long-term incentive and bonus compensation that he is forfeiting from his former employer, Mr. VanHimbergen will be granted a one-time restricted stock unit award in an aggregate amount of approximately \$2,945,000, vesting in equal thirds over a period of three years. Mr. VanHimbergen will also be eligible to participate in the benefit plans provided to the Company's executive officers generally, as well as other benefits that are commonly found in executive employment agreements.

The foregoing description of Mr. VanHimbergen's employment agreement does not purport to be complete and is qualified in its entirety by reference to the full text of such agreement, a copy of which will be filed with the Company's Quarterly Report on Form 10-Q for the current quarter.

Mr. VanHimbergen also entered into a change in control agreement in the same form as the agreements the Company has with its other non-CEO executive officers. The change in control agreement provides for certain rights and benefits in the event of Mr. VanHimbergen's termination in connection with a change in control of the Company. A copy of the form of agreement is filed with the Company's [Annual Report on Form 10-K for the fiscal year ended September 30, 2021 as Exhibit 10.43](#) and is incorporated by reference herein.

Item 7.01 Regulation FD Disclosure.

Exhibit 99.1 is incorporated into this Item 7.01 by reference. The information furnished in this Item 7.01 and Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that Section, and shall not be deemed to be incorporated by reference into any Company filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

**Exhibit
Number**

Description

Exhibit Number	Description
99.1	Press Release dated March 10, 2022, issued by the Company.
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded in the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HILLENBRAND, INC.

Date: March 10, 2022

By: /s/ Nicholas R. Farrell
Nicholas R. Farrell
Senior Vice President, General Counsel, Secretary, and Chief Compliance Officer

Hillenbrand Announces CFO Transition

- Robert VanHimbergen, most recently Vice President and Corporate Controller at Johnson Controls, to join Hillenbrand on March 14 and assume role of CFO on April 30
- Kristina Cerniglia to step down on April 29 after eight years as CFO of Hillenbrand

BATESVILLE, Ind., March 10, 2022 -- Hillenbrand, Inc. (the "Company") (NYSE: HI) announced today that Robert VanHimbergen, former Vice President and Corporate Controller at Johnson Controls, will join the Company as Executive Vice President, Finance on March 14, and will assume the role of Chief Financial Officer on April 30. To ensure continuity and support an effective transition, Kristina Cerniglia, current SVP and CFO, will remain as CFO until April 29, at which time she will step down after eight years of dedicated service, to pursue other professional opportunities.

Mr. VanHimbergen was most recently Vice President and Corporate Controller at Johnson Controls, a Fortune 100 company with 2021 annual revenue of nearly \$25 billion. He spent 15 years at Johnson Controls and led the global finance, accounting and reporting functions, was a member of the executive leadership team and was deeply involved in Johnson Controls' enterprise transformation initiative. He had previous roles with Johnson Controls, including CFO of a \$9 billion automotive interiors business in Shanghai, China, and also led the battery division in Asia. Prior to Johnson Controls, Mr. VanHimbergen spent nearly a decade at PwC working with large multi-national manufacturing companies.

"With over two decades of global financial expertise and extensive global operations experience, we are excited to welcome Bob as Hillenbrand's next CFO," said Kim Ryan, President and Chief Executive Officer of Hillenbrand. "Bob's strategic leadership and M&A experience will be extremely valuable as Hillenbrand continues to execute its profitable growth strategy."

"I am thrilled to join Hillenbrand and look forward to working with the team in executing the Company's strategic plan, accelerating growth, and continuing to enhance shareholder value," said Mr. VanHimbergen. "Hillenbrand has a strong operating model and rich history, and I am excited to join at a time of significant opportunity for the Company and its stakeholders."

As CFO, Mr. VanHimbergen will lead Hillenbrand's finance function globally and be responsible for ensuring the Company's continued strong financial and operating performance, while overseeing financial planning and analysis, controllership, tax, treasury, internal audit and investor relations. He will serve on the Executive Management Team and help lead the evolution and execution of Hillenbrand's long-term strategy.

"Over the past eight years, Kristina has been a valued member of Hillenbrand's leadership team, playing a critical role in creating high-performance finance and IT organizations and driving our transformation into a global diversified industrial company," said Kim Ryan. "On behalf of our board and entire company, we thank her for her contributions and wish her well in her future endeavors."

"It has been an honor to serve as Hillenbrand's CFO through a significant transformation and to collaborate with so many talented colleagues during my tenure. I want to thank our board, Kim, the leadership team, and all of our employees for their partnership over the past 8 years. I look forward to the Company's continued success," said Ms. Cerniglia.

About Hillenbrand

Hillenbrand (www.Hillenbrand.com) is a global diversified industrial company with businesses that serve a wide variety of industries around the world. We pursue profitable growth and robust cash generation to drive increased value for our shareholders. Hillenbrand's portfolio includes industrial businesses such as Coperion, Milacron Injection Molding & Extrusion, and Mold-Masters, in addition to Batesville, a recognized leader in the death care industry in North America. Hillenbrand is publicly traded on the NYSE under "HI."

Investor Relations for Hillenbrand

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