FORM 5

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

OMB APPR	ROVAL
OMB Number:	3235-0362
Estimated average	e burden
hours par raspans	1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 3 Holdings Reported

Form 4 Transactions

Reported

ANNUAL 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* HILLENBRAND W AUGUST		2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) B - 300 WINDING WAY SU	3. Statement for (Month/Day/Yes 09/30/2009		Year Ende	d	Officer (give title below)	Other ((specify below)					
(Street)	4. If Amendmen	t, Date Origina	l Filed(Mor	nth/Day/Y		6. Individual or Joint/Group Reporting (check applicable line)						
BATESVILLE, IN 47006						_X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person						
(City) (State)	(Zip)	7	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)		2A. Deemed Execution Date, if any (Month/Day/Year)	Code	(D) Iss		of	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect	Beneficial Ownership			
				Amount	(A) or (D)	Price		(I) (Instr. 4)	(Instr. 4)			
Common Stock	02/03/2009		G	2,536	D	\$ <u>(1)</u>	6,520	D				
Common Stock	02/05/2009		G	92	D	\$ <u>(1)</u>	52,545 ⁽²⁾	D				
Common Stock							0 (2)	I	By GRATS			
Common Stock							10,008 (2)	I	By Spouse			
Common Stock							38,926 (3)	I	By Spouse's GRAT			
Common Stock							71,773	I	By Family LLC (4)			
Common Stock							643,187	I	By Trusts (4)			
Common Stock							37,407	I	By Trusts for Grandchildren			
Common Stock							8,222	Ι	By W August Hillenbrand 2003 Option GRAT			
Common Stock		_					197,869 ⁽²⁾	I	By May 1, 2008 GRAT			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

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

			(8.71	,,		,					
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	Number	and Expiration Date	Amount of	Derivative	of	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	of	(Month/Day/Year)	Underlying	Security	Derivative	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative		Securities	(Instr. 5)	Securities	Derivative	Ownership
	Derivative				Securities		(Instr. 3 and		Beneficially	Security:	(Instr. 4)
	Security				Acquired		4)		Owned at	Direct (D)	
					(A) or				End of	or Indirect	
					Disposed				Issuer's	(I)	
					of (D)				Fiscal Year	(Instr. 4)	
					(Instr. 3,				(Instr. 4)		
					4, and 5)						

		(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
--	--	---------	---------------------	--------------------	-------	--	--	--	--

Reporting Owners

		Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
HILLENBRAND W AUGUST B - 300 WINDING WAY SUITE 200 BATESVILLE, IN 47006	X						

Signatures

Carol A. Roell As Attorney-In-Fact for W August Hillenbrand	10/15/2009
**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) Price Not Applicable.
- (2) This amount reflects distributions of shares of common stock to and from the beneficiaries of these GRATS by the Reporting Person and the Reporting Person's Spouse. Each such distribution qualifies as only a change in the form of Reporting Person's beneficial ownership, and, as such, has not been previously reported.
- (3) This amount reflects the distribution of shares of common stock as annuity payment from GRAT to Reporting Person's Spouse. Such distribution qualifies as only a change in the form of the Reporting Person's beneficial ownership, and, as such, has not been previously reported.
- (4) Reporting person disclaims beneficial ownership of these securities.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.