# FORM 4

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

OMB APPROV	AL
OMB Number:	3235-0287
Estimated average bur	den
hours per response	0.5

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

(Print or Type	e Responses)														
1. Name and Address of Reporting Person* LOUGHREY F JOE				2. Issuer Name <b>and</b> Ticker or Trading Symbol Hillenbrand, Inc. [HI]						:	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) C/O CUMMINS ENGINE CO., INC., 500 JACKSON STREET			_ ` '	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2010							Officer (gi	ve title below)	Oth	er (specify below	v)
(Street)			•	4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person				
COLUMB	BUS, IN 47										roini inca o	y iviore than on	e reporting reise		
(City)		(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)			2A. Deemed 3. Tran Execution Date, if Code (Instr. 8) (Month/Day/Year)		de str. 8)	(A (Ir	Securities Ac of or Disposed firstr. 3, 4 and 5  (A) of mount (D)	of (D) (5)	5. Amount of Securities E Owned Following Report Transaction(s) (Instr. 3 and 4)		ed	Ownership Form: I Direct (D)	7. Nature of Indirect Beneficial Ownership Instr. 4)		
Persons who respond to the collection of information SEC 1474 (9-02) contained in this form are not 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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Exercise (Month/Day/Ye ice of erivative	3A. Deemed Execution Date, ar) (Month/Day/Ye:	Code		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownershi Form of Derivativ Security: Direct (D or Indirect	(Instr. 4)
				Code	V	(A)	(D)	Date Exercisab	Expiration le Date	Title	Amount or Number of Shares				
Restricted Stock Units (Deferred Stock Award 2/24/10)	<u>(1)</u>	02/24/2010		A		4,477		(2)	(2)	Comm Stock	4 477	\$ 20.1	4,477	D	

## **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
LOUGHREY F JOE C/O CUMMINS ENGINE CO., INC. 500 JACKSON STREET COLUMBUS, IN 47007	X					

### **Signatures**

Carol A. Roell As Attorney-in-Fact for F. Joseph Loughrey	02/25/2010	
**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 or Exercise Price of Derivative Securities is 1-for-1.
- These stock units shall vest upon the reporting person's retirement from the Board of Directors of the Company. Delivery of these shares may not occur until the six-month (2) anniversary of the date of retirement in accordance with Internal Revenue Service Code Section 409A. Stock units are entitled to dividend equivalent rights, which accrue on dividend

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.