### FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
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 * TAYLOR STUART A II            |   |                      |   | 2. Issuer Name and Ticker or Trading Symbol<br>Hillenbrand, Inc. [HI] |           |       |                           |                    |               |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner |   |  |  |  |   |
| (Last) (First) (Middle) TAYLOR GROUP LLC, 1507 EAST 53RD STREET         |   |                      |   | 3. Date of Earliest Transaction (Month/Day/Year) 03/31/2010           |           |       |                           |                    |               | ay/Year)   |   | Officer (g  | ive title below)   | Othe   | r (specify below                                 | )   |
| (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 |   |   |  |  |  |   |
| CHICAGO   | O, IL 6061:   | 5                    |   |   |           |       |                           |                    |               |  |   | Tom med o   | y Wore than On   | ic Reporting 1 crsor   |  |   |
| (City) (State) (Zip)  |   |                      | (Zip)                                     | Table I - Non-Derivative Securities Ac                                |           |       |                           |                    | ies Acquired  | uired, Disposed of, or Beneficially Owned  |   |   |  |  |  |   |
| 1.Title of Sec<br>(Instr. 3)  | curity  | I                    | 2. Transaction<br>Date<br>Month/Day/Year) | 2A. Dee<br>Execution<br>any<br>(Month/                                | on Da     |       |                           |                    | (A)<br>(Ins   | ecurities Ac or Disposed tr. 3, 4 and 5  | Ow<br>(Ins  |   |  | ted OFF  | wnership<br>orm: B<br>irect (D) O<br>Indirect (I | Nature<br>Indirect<br>eneficial<br>wnership<br>nstr. 4) |
| Reminder: R   | eport on a sep  | parate line for each | 1 class of securities                     | s benefici  | ally o    | owne  | l direct                  | Pers<br>con        | sons<br>taine | who respo  | ond to the corm are not   | required  | d to respoi  | nd unless the  |  | 74 (9-02)   |
|   |   |                      |   |   |           |       |                           |                    |               | ed of, or Be<br>vertible seco  | neficially O  | wned  |  |  |  |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                     | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | *****                | 3A. Deemed<br>Execution Date              | Code or D D D Or (II)   |           | umber | 6. Dat<br>and E:<br>(Mont | nd Expiration Date |               | 7. Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)   |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)            |   |
|   |   |                      |   | Coo   | de '      | V (.  | A) (D                     | Date<br>Exerc      | isable        | Expiration<br>Date   | Title   | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |   |
| Deferred<br>Director<br>Fees  | (1)   | 03/31/2010           |   | A   | <u>3)</u> | 2     | 8                         | (                  | <u>2)</u>     | <u>(2)</u>   | Common<br>Stock   | 28  | \$ 21.99   | 3,542  | D  |   |
| Restricted<br>Stock<br>Units<br>(Deferred<br>Stock<br>Award)<br>2/11/09 | (1)   | 03/31/2010           |   | A   | 4)        | 4     | 2                         | Ĺ                  | <u>5)</u>     | (5)  | Common<br>Stock   | 42  | \$ 21.99   | 5,039  | D  |   |
| Restricted<br>Stock<br>Units<br>(Deferred<br>Stock<br>Award)<br>2/24/10 | <u>(1)</u>  | 03/31/2010           |   | A   | 4)        | 3     | 8                         | Ĺ                  | <u>5)</u>     | (5)  | Common<br>Stock   | 38  | \$ 21.99   | 4,515  | D  |   |

## **Reporting Owners**

| Reporting Owner Name / | Relationships |              |         |       |  |  |
|------------------------|---------------|--------------|---------|-------|--|--|
| Address                | Director      | 10%<br>Owner | Officer | Other |  |  |

|--|

### **Signatures**

| Ca | rol A. Roell As Attorney-In-Fact for Stuart A. Taylor, II | 04/01/2010 |  |
|----|---|------------|--|
|    | **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.
- (2) These stock units will automatically be convered into shares of common stock on the one year anniversary of the date the Director ceases to be a Member of the Board of Directors of the Company, unless a further deferral election has been made.
- (3) Phantom stock units are entitled to dividend equivalents rights, which accrue on dividend record dates.
- (4) Restricted stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
  - These stock units shall vest upon the reporting person's retirement from the Board of Directors of the Company. Stock units are entitled to dividend equivalent rights, which accrue
- (5) on dividend record dates. The delivery of shares underlying such restricted stock units will occur on the later of one year from the date of the grant, or the six month anniversary of the date that the applicable director ceases to be a member of the Board of Directors.

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.