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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response ..

#### 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

(Fint of Type Responses)										
1. Name and Address of Reporting Person HILLENBRAND W AUGUST	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) B - 300 WINDING WAY SUITE	• • • •	3. Date of Earliest Transaction (Month/Day/Year) 07/08/2011						Officer (give title below)O	Other (specify be	low)
(Street) BATESVILLE, IN 47006	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			
(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)	Execution Date, if			(A) or Disposed of (D)		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership of Indire Form: Benefici	7. Nature of Indirect Beneficial
		(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)

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 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact			and Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Securities	-	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Derivative				(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Securities						Security:	(Instr. 4)		
	Security					Acqui							0	Direct (D)	
						(A) 01								or Indirect	
						Dispo							Transaction(s)	· · /	
						of (D)							(Instr. 4)	(Instr. 4)	
						(Instr. 4, and									
						-, and	. 5)								
											Amount				
								Date	Expiration		or				
								Exercisable		Title	Number				
				Code	v	(A)	(D)				of Shares				
-				Coue	v	(A)	(D)				Shares		-		
Deferred										Common					
Director	<u>(1)</u>	07/08/2011		A <sup>(2)</sup>		525		<u>(3)</u>	<u>(3)</u>		525	\$ 23.77	4,027	D	
Fees										Stock					

## **Reporting Owners**

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

### **Signatures**

Carol A. Roell As Attorney-in-Fact for W August Hillenbrand	07/11/2011

\*\*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).

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.

<sup>(1)</sup> Conversion or Exercise Price of Derivative Securities is 1-for-1.

<sup>(2)</sup> These deferred stock units were accrued through deferral of board of directors fees earned. Stock units are entitled to dividend equivalent rights which accrue on dividend record dates.

<sup>(3)</sup> These stock units will automatically be converted into shares of common stock on the later of the date the Director ceases to be a Member of the Board of Directors of the Company, or January 1, 2012.