FORM 4

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

OMB APPROVAL
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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 Respon	nses)																
1. Name and Address of Reporting Person * CLOUES EDWARD B II				2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]							l		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 1133 FOREST HILL DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 12/30/2011							ar)		Officer (give	title below)	Other (specify below)	
(Street) LOWER GWYNEDD, PA 19002				4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Fo	6. Individual or Joint/Group Filing(Check Applicable Line) 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		, if	(Instr. 8)		on 4	(A) or Disposed of (Instr. 3, 4 and 5)		red (D) S. Amo Owned Transa	Owned Following Reported Transaction(s) (Instr. 3 and 4) Ownership Form: Direct (D) or Indirect (I)		wnership orm: irect (D) Indirect	. Nature f Indirect geneficial Ownership Instr. 4)		
Reminder: Report on	a separate li	ne for each class of		- Deriva	tive Secu	ıritic	es Acq	P ir a quired	erson this curre	ns who form a ently v	are not rec alid OMB	quired to re control nui cially Owne	spond u nber.		on contained form displays		474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year	Execution any		4. Transaction Code (Instr. 8)		5.		ons, convertible securiti 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)	Form of Derivative Security: Direct (D) or Indirect	(Instr. 4)	
					Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (Deferred Stock Award) 5/14/10	(3)	12/30/2011			A ⁽¹⁾		18			(2)	(2)	Common Stock	18	\$ 22.32	2,139	D	
Restricted Stock Units (Deferred Stock Award) 2/23/11	(3)	12/30/2011			A ⁽¹⁾		37			(2)	(2)	Common Stock	37	\$ 22.32	4,319	D	
RESTRICTED STOCK UNITS CUMULATIVE TOTAL	(1)									(2)	<u>(2)</u>	Common Stock	6,458 (4)		6,458 (4)	D	

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
CLOUES EDWARD B II 1133 FOREST HILL DRIVE LOWER GWYNEDD, PA 19002	X						

Signatures

Carol A. Roell As Attorney-In-Fact for Edward B. Cloues, II

01/04/2012

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**Signature of Reporting Person	Date

Explanation of Responses:

- \star 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) Restricted stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- (2) These stock units vest on the date of grant, but delivery of the underlying shares will not occur until 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. Stock units are entitled to dividend equivalent rights which accure on dividend record date.
- (3) Conversion or Exercise Price of Derivative Securities is 1-for-1.
- (4) This amount represents the cumulative total of all Restricted Stock Units (deferred stock awards) granted to reporting person. This cumulative total does not represent additional Restricted Stock Units granted to the reporting person, but is merely a total of all awards reproted separately on this SEC Form 4.

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.