## FORM 4

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

OMB APPRO	/AL						
OMB Number:	3235-0287						
Estimated average burden							
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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	e Responses)															
1. Name and WILSON	]	2. Issuer Name <b>and</b> Ticker or Trading Symbol Hillenbrand, Inc. [HI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner						
ONE BAT		3. Date of Earliest Transaction (Month/Day/Year) 09/28/2012								X_Officer (give title below) Other (specify below)  Sr. VP, & Chief Adm. Officer						
(Street) BATESVILLE, IN 47006				4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group FilingCheck Applicable Line)  Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)		(State)	(Zip)			,	Table	I - Non-Do	erivativ	e Securities	s Acquire	d, Disposed	of, or Bene	ficially Own	ed	
(Instr. 3) Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if ) any (Month/Day/Year)		ate, if	(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		of (D) Or Tr	Owned Following Reported Transaction(s) (Instr. 3 and 4)		d	Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						ode V	Amou	mount (A) or (D) Price					· /			
Common S	Stock										83	3,359 <del>(4)</del>			D	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	(e.g., puts, calls, warrants  4. 5.  Transaction Code of		quired, Disposed of, or Beneficially, options, convertible securities)  6. Date Exercisable and 7. Tit Expiration Date (Month/Day/Year) Securities			ficially Orties)  7. Title a of Under Securitie	ally Owned  s)  Title and Amount Cunderlying scurities security set, 3 and 4)  8. Price of Derivative Security (Instr. 5)		9. Number of 10.		Beneficia Ownersh (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisab	le	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (Deferred Stock Award) 3/24/08	(1)	09/28/2012		A <sup>(2)</sup>		24		03/25/20	010 <sup>(3)</sup>	(3)	Commo Stock	24	\$ 18.19	2,353	D	

### **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
WILSON PAUL DOUGLAS ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006			Sr. VP, & Chief Adm. Officer					

# **Signatures**

Carol A. Roell as Attorney-in-Fact for Paul Douglas Wilson	10/01/2012
**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) Restricted stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
  - Restricted Stock Units vested 20% on 3/25/2010, 25% on 3/25/2011, and 25% on 3/25/2012. The remaining units fully vest on 3/25/2013. Stock units will automatically be converted into
- (3) shares of common stock in accordance with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- (4) Includes 57,461 shares and units of Restricted Stock subject to vesting conditions based on the Company's financial performance.

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.