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

OMB APPR	OVAL
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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

e Responses)														
1. Name and Address of Reporting Person * MENASCE EDUARDO S  (Last) (First) (Middle) 31 JOHNSON PLACE			2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_ Director 10% Owner Officer (give title below) Other (specify below)				
			3. Date of Earliest Transaction (Month/Day/Year) 02/27/2013					_						
10580	(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 PersonForm filed by More than One Reporting Person				
	(State)	(Zip)			Tabl	e I - I	Non-Deriva	tive Securiti	es Acquire	d, Dispose	d of, or Ben	eficially Owi	ıed	
ecurity	1	Date	Execution any	Date	e, if Coo (Ins	de str. 8)	(A) (Ins	or Disposed str. 3, 4 and 5	of (D) Ow Tra	ned Follov insaction(s	wing Report )	ed I	Ownership of Form: Direct (D) or Indirect (I)	. Nature of Indirect Beneficial Ownership Instr. 4)
Report on a se	parate line for each	Table II -	Derivative	Seci	urities A	cqui	Persons containe form dis	who respo d in this fo olays a cur	rm are not rently vali	required d OMB co	l to respon	d unless th		474 (9-02)
Derivative Conversion Date		3A. Deemed Execution Date, any	4. 5. Nu of Code Perive Secur Acque (A) o Dispo of (D (Instr. 8)		5. Num of Derivat Securit Acquir (A) or Dispose of (D)	iber tive ies ed	6. Date Exercisable and Expiration Date (Month/Day/Year) 7		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			Derivative Securities Beneficially Owned Following Reported	Ownershi Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
			Code	V	(A)	(D)	Date Exercisable		Title	Amount or Number of Shares				
	02/27/2013		A		3,898		(2)	(2)	Commor Stock	3,898	\$ 24.37	3,898	D	
	1 Address of I CE EDUAR SON PLAC 10580  ccurity  Report on a se  2. Conversion or Exercise Price of Derivative	Address of Reporting Person CE EDUARDO S  (First) SON PLACE  (Street)  10580  (State)  Courity  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)	Address of Reporting Person* CE EDUARDO S  (First) (Middle) SON PLACE  (Street)  10580  2. Transaction Date (Month/Day/Year)  Report on a separate line for each class of securities  Table II -  2. Conversion or Exercise Price of Derivative Security  3. Transaction (Month/Day/Year)  (Month/Day/Year)  3. M. Deemed Execution Date, any (Month/Day/Year)  (Month/Day/Year)	Address of Reporting Person* CE EDUARDO S  (First) (Middle) 3. Date of 102/27/20  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (A. If Amen Execution Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (e.g., puts, any (Month/Day/Year)  (Conversion or Exercise Price of Derivative Security  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code Code Code Code Code Code Code Code	Address of Reporting Person* CE EDUARDO S  (First) (Middle) (Son PLACE (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (A. If Amendment of Execution Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Report on a separate line for each class of securities beneficially own or Exercise Price of Derivative Security  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Street)  (A. If Amendment of Execution Date any (Month/Day/Year)  (Month/Day/Year)  (A. Deemed Execution Date any (Month/Day/Year)  (A. Deemed Execution Date any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code V)	2. Issuer Name and Ti Hillenbrand, Inc. [For EBUARDO S]  (First) (SON PLACE (Street)  (A. If Amendment, Date of Earliest Trans on the Color of Exercise Price of Derivative Security  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Disposor of (D) (Instr. 2) and 5)  (Code V (A)	Address of Reporting Person* CE EDUARDO S  (First) (Middle) (Street)  (A. If Amendment, Date Origin of Code (Instr. 8)  (Code (Instr. 8)  (Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Street)  (A) or Disposed of (D) (Instr. 3, 4, and 5)  (Code V (A) (D)	Address of Reporting Person CE EDUARDO S  CE EDUARDO S  (Street)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (Month/Day/Year)  (Code   V   Amendment   A	2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]  SON PLACE  (Street)  (Street)  2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]  3. Date of Earliest Transaction (Month/Day/Year) 02/27/2013  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired (A) or Disposed (Instr. 8) (Instr. 8)  (Month/Day/Year)  (A) Or Original Filed(Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed of OD Code  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed of OD (Instr. 3, 4, and 5)  (Month/Day/Year)  And Date (Code (Cast. North Code (Instr. 8))  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  And Date (Code (A) or Disposed (Instr. 8)  (A) or Disposed of OD (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Date Exercisable and Expiration Date (Month/Day/Year)  (Month/Day/Year)  Date Exercisable Expiration Date (Exercisable and Securities Acquired (A) or Disposed of OD (Instr. 3, 4, and 5)  Date Exercisable Expiration Date (Exercisable Exercisable Exerci	2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]  SON PLACE  (Street)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (A. Strensaction Code (Instr. 3, 4 and 5)  (Instr. 3, 4 and 5)	2. Issuer Name and Ticker or Trading Symbol Hillenbrand, Inc. [HI]  SON PLACE  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Mont	2. Issuer Name and Ticker or Trading Symbol (First) (SON PLACE (Sureet) (Sourcet) (Sureet) (State) (State) (State) (State) (State) (State) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code v Amount (D) Price  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) (Month/Day/Year) (Code v Amount (D) Price  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) (Month/Day/Year) (Code v Amount (D) Price  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code v Amount (D) Price  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) (Month/Day/Year) (Month/	Address of Reporting Person.*    E EDUARDO S	Address of Reporting Persons   CE EDUARDO S

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MENASCE EDUARDO S 31 JOHNSON PLACE RYE, NY 10580	X					

## **Signatures**

Carol A. Roell As Attorney-in-Fact for Eduardo R. Menasce	02/28/2013	
**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 vest immediately upon grant. However, delivery of these shares will not occur until the occurrence of one of the following: a change in control of the Company; the (2) reporting person's death or permanent and total disability, or the six-month anniversity of the date the reporting person ceases to be a director of the Company. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.

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.