FORM	4
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#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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### 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 Responses)											
1. Name and Address of Reporting Person <sup>±</sup> LOUGHREY F JOSEPH	]	2. Issuer Name and Hillenbrand, Inc.		radin	g Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X_ Director 10% Owner				
(Last) (First) ONE BATESVILLE BOULEVARD		3. Date of Earliest Transaction (Month/Day/Year) Officer (give title below) Other (specify 03/29/2013						ner (specify belo	w)		
(Street) BATESVILLE, IN 47006	2	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 2.	. Transaction	2A. Deemed	3. Transacti	ion	4. Securi	ties Acqu	ired	5. Amount of Securities Beneficially	6.	7. Nature	
(Instr. 3) D	Date	Execution Date, if				Owned Following Reported	Ownership	of Indirect			
()	Month/Day/Year)	any	(Instr. 8)		(Instr. 3, 4 and 5)			Transaction(s)	Form:	Beneficial	
		(Month/Day/Year)						(Instr. 3 and 4)		Ownership	
									or Indirect	(Instr. 4)	
						(A) or			(I)		
			Code	V	Amount	(D)	Price		(Instr. 4)		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1474 (9-02) 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.

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

(e.g., puts, calls, warrants, options, convertible securities)															
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 any (Month/Day/Year)	Code		5. Numi of Deriv Secur Acqui (A) o Dispo of (D (Instri 4, and	vative rities hired or osed )) c. 3,	6. Date Exercisable 7. and Expiration Date of (Month/Day/Year) Se		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (Deferred Stock Award) 2/11/09	<u>(1)</u>	03/29/2013		A <sup>(2)</sup>		28		<u>(3)</u>	<u>(3)</u>	Common Stock	28	\$ 25.19	3,568	D	
Restricted Stock Units (Deferred Stock Award) 2/24/10	<u>(1)</u>	03/29/2013		A <sup>(2)</sup>		38		<u>(3)</u>	<u>(3)</u>	Common Stock	38	\$ 25.19	5,029	D	
Restricted Stock Units (Deferred Stock Award) 2/23/11	<u>(1)</u>	03/29/2013		A <sup>(2)</sup>		34		<u>(3)</u>	<u>(3)</u>	Common Stock	34	\$ 25.19	4,520	D	
Restricted Stock Units (Deferred Stock Award) 2/22/12	<u>(1)</u>	03/29/2013		A <sup>(2)</sup>		33		<u>(3)</u>	<u>(3)</u>	Common Stock	33	\$ 25.19	4,300	D	
Restricted Stock Units (Deferred Stock Award) 2/27/13	<u>(1)</u>	03/29/2013		A <sup>(2)</sup>		46		<u>(3)</u>	<u>(3)</u>	Common Stock	46	\$ 25.19	6,008	D	
RESTRICTED STOCK UNITS CUMULATIVE TOTAL	(1)							<u>(3)</u>	(3)	Common Stock	23,425 (4)		23,425 (4)	D	

# **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
LOUGHREY F JOSEPH ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006	Х						

## Signatures

Carol A. Roell As Attorney-In-Fact for F. Joseph Loughrey	04/02/2013
-**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.
- (2) Restricted stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- (3) These stock units vest on the date of grant, but delivery of the underlying shares of common stock will occur on the six month anniversary of the date that the director ceases to be a member of the Board of Directors. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- (4) This amount represents cumulative total of all Restricted Stock Units (deferred stock awards) granted to reporting person. This cumulative total does not represent additional Restricted Stock Units (deferred stock awards) granted to the reporting person, but is merely a total of all awards reported 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.

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