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

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

longer subject to Section 16. Form 4 or

<u>(1)</u>

<u>(1)</u>

Stock Award) 2/11/09

Restricted Stock Units (Deferred

Stock Award

2/24/10)

12/30/2016

12/30/2016

 $A^{(2)}$ 

A(2)

32

28

<u>(3)</u>

32

28

Stock

Common

Stock

<u>(3)</u>

\$ 38.35

\$ 38.35

6,191

5,545

D

D

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

| may continue. S<br>Instruction 1(b).                               | lee   | Filed pursua                           | ant to Sectio        |   |                  |       |   |              | change Act<br>Act of 194                                       |                                 | or Section 3   | 80(h) of   | the   |  |  |  |
|--|---|--|----------------------|---|------------------|-------|---|--------------|--|---------------------------------|--|--|---|--|--|--|
| (Print or Type Respor  | nses)   |  |                      |   |                  |       |   |              |  |                                 |  |  |   |  |  |  |
| 1. Name and Address of Reporting Person* MENASCE EDUARDO S         |   |  |                      | 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) (Middle) ONE BATESVILLE BOULEVARD                   |   |  |                      | 3. Date of Earliest Transaction (Month/Day/Year) 12/30/2016               |                  |       |   |              |  |                                 |  | Officer (give title below) Other (specify below)   |   |  |  |  |
|  | (Street   | ;)                                     |                      | 4. If Ame   | endment          | , Dat | te Orig   | ginal I      | Filed(Month/Day  | y/Year)                         | _X_ Fo   | rm filed by C  | one Reporting P   |  | plicable Line)   |  |
| BATESVILLE, I  | N 47006   |  |                      |   |                  |       |   |              |  |                                 | For  | m filed by M   | lore than One R   | eporting Person  |  |  |
| (City)   | (State)   | )                                      | (Zip)                |   |                  | 7     | Гable   | I - No       | on-Derivativ   | e Securities                    | Acquired, I  | Disposed o   | of, or Benefi   | icially Owned  |  |  |
| 1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yea |   |  |                      | , if  | (Instr. 8)       |       | (A) or Disposed of (D)<br>(Instr. 3, 4 and 5)   |              | (D) Owned<br>Transa  | Transaction(s) (Instr. 3 and 4) |  |  | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)  7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |  |  |
| Reminder: Report on  | a separate lii  | ne for each clas                       |                      | •   |                  |       |   | P<br>ii<br>a | Persons who<br>this form<br>currently v                        | are not red<br>alid OMB         |  | spond u<br>nber.   |   | on contained<br>form displays  | SEC 147  | 74 (9-02)  |
|  |   | 1                                      |                      | ( <i>e.g.</i> , pu  |                  |       |   |              | ons, convert   | ible securiti                   | ies)   |  |   | ı  |  |  |
| 1. Title of<br>Derivative Security<br>(Instr. 3)                   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Y | Execution (Year) any |   | Code             |       | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |              | 6. Date Exercisable<br>and Expiration Date<br>(Month/Day/Year) |                                 | 7. Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 11. Nature<br>of Indirec<br>Beneficial<br>Ownershi<br>(Instr. 4) |
|  |   |  |                      |   | Code             | v     | (A)   | (D)          | Date<br>Exercisable  | Expiration<br>Date              | Title  | Amount<br>or<br>Number<br>of<br>Shares   |   |  |  |  |
| Restricted Stock<br>Units (Deferred<br>Stock Award)<br>2/11/05     | (1)   | 12/30/201                              | 16                   |   | A <sup>(2)</sup> |       | 13  |              | (3)  | (3)                             | Common<br>Stock  | 13   | \$ 38.35  | 2,558  | D  |  |
| Restricted Stock<br>Units (Deferred<br>Sock Award)<br>2/13/06      | (1)   | 12/30/201                              | 16                   |   | A <sup>(2)</sup> |       | 13  |              | (3)  | (3)                             | Common<br>Stock  | 13   | \$ 38.35  | 2,502  | D  |  |
| Restricted Stock<br>Units (Deferred<br>Stock Award)<br>2/9/07      | <u>(1)</u>  | 12/30/201                              | 16                   |   | A <sup>(2)</sup> |       | 13  |              | <u>(3)</u>   | (3)                             | Common<br>Stock  | 13   | \$ 38.35  | 2,449  | D  |  |
| Restricted Stock<br>Units (Deferred<br>Stock Award)<br>2/11/08     | (1)   | 12/30/201                              | 16                   |   | A <sup>(2)</sup> |       | 12  |              | (3)  | (3)                             | Common<br>Stock  | 12   | \$ 38.35  | 2,402  | D  |  |
| Restricted Stock<br>Units (Deferred                                | (1)   | 12/30/201                              | 16                   |   | A(2)             |       | 32  |              | (3)  | (3)                             | Common   | 32.  | \$ 38.35  | 6.191  | D  |  |

| Restricted Stock<br>Units (Deferred<br>Stock Award)<br>2/23/11  | <u>(1)</u> | 12/30/2016 | A <sup>(2)</sup> | 26 | (3) | (3) | Common<br>Stock | 26            | \$ 38.35 | 4,984      | D |  |
|---|------------|------------|------------------|----|-----|-----|-----------------|---------------|----------|------------|---|--|
| Restricted Stock<br>Units (Deferred<br>Stock Award)<br>2/22/12  | <u>(1)</u> | 12/30/2016 | A <sup>(2)</sup> | 24 | (3) | (3) | Common<br>Stock | 24            | \$ 38.35 | 4,740      | D |  |
| Restricted Stock<br>Units (Deferred<br>Stock Award)<br>2/27/13  | <u>(1)</u> | 12/30/2016 | A <sup>(2)</sup> | 22 | (3) | (3) | Common<br>Stock | 22            | \$ 38.35 | 4,329      | D |  |
| Restricted Stock<br>Units (Deferred<br>Stock Award<br>2/26/14)  | (1)        | 12/30/2016 | A <sup>(2)</sup> | 17 | (3) | (3) | Common<br>Stock | 17            | \$ 38.35 | 3,426      | D |  |
| Restricted Stock<br>Units (Deferred<br>Stock Award<br>2/25/15   | (1)        | 12/30/2016 | A <sup>(2)</sup> | 17 | (3) | (3) | Common<br>Stock | 17            | \$ 38.35 | 3,373      | D |  |
| Restricted Stock<br>Units (Deferred<br>Stock Award<br>2/24/2016 | (1)        | 12/30/2016 | A <sup>(2)</sup> | 20 | (3) | (3) | Common<br>Stock | 20            | \$ 38.35 | 3,835      | D |  |
| RESTRICTED<br>STOCK UNITS<br>CUMULATIVE<br>TOTAL                | (1)        |            |                  |    | (3) | (3) | Common<br>Stock | 46,334<br>(4) |          | 46,334 (4) | D |  |

## **Reporting Owners**

|  | Relationships |              |         |       |  |  |  |
|--|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address                   | Director      | 10%<br>Owner | Officer | Other |  |  |  |
| MENASCE EDUARDO S                                | W             |              |         |       |  |  |  |
| ONE BATESVILLE BOULEVARD<br>BATESVILLE, IN 47006 | X             |              |         |       |  |  |  |

# **Signatures**

| By Carol A. Roell As Attorney-In-Fact for Eduardo S. Menasce | 01/03/2017 |  |
|--|------------|--|
| **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 of 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 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 director's death or permanent and total disability, or one day after the date the director ceases to be a director of the Company.
- (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 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.

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.