## 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

Units (Deferred

Stock Award

Stock Award

2/26/14) Restricted Stock Units (Deferred

2/25/15

<u>(1)</u>

<u>(1)</u>

12/30/2016

12/30/2016

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

may continue. S Instruction 1(b)		Filed pursu	ant to Secti	. ,					change Act Act of 194		or Section (	30(h) of	the				
(Print or Type Respond)  1. Name and Addres	s of Reportin	g Person*						r or T	rading Symbo	ol	5. Rel	lationship		g Person(s) to Is	ssuer		
CLOUES EDWARD B II  (Last) (First) (Middle)				3. Date	Hillenbrand, Inc. [HI] 3. Date of Earliest Transaction (Month/Day/Year)							(Check all applicable)  _X_ Director 10% Owner Officer (give title below) Other (specify below)					
ONE BATESVILLE BOULEVARD  (Street)					12/30/2016  4. If Amendment, Date Original Filed(Month/Day/Year)							ividual or	Joint/Groun	Filing(Check App	olicable Line)		
BATESVILLE, IN 47006					Transitioning Date Original Filed (would Day Tear)							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 Acqui							ired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year			Execu ear) any	Execution Date, if Code (A) or Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)						Owner Transa (Instr.	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)  5. Amount of Securities Beneficially Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				Indirect neficial vnership		
Reminder: Report on	a separate li	ne for each cla			•			F ii a	Persons when this form a currently v	are not re alid OMB	quired to re control nu	espond u mber.		on contained form displays		74 (9-02)	
	1			(e.g., p					d, Disposed o	ible securit	ies)			ı		1	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/\frac{\text{Y}}{2}	Execution Execution any	emed on Date, if /Day/Year	Code		of	vative rities nired or osed 0) r. 3,	6. Date Exer and Expirati (Month/Day	ion Date	of Underlyi Securities	Title and Amount f Underlying ecurities nstr. 3 and 4)		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficia Ownershi (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Restricted Stock Units (Deferred Stock Award) 5/14/10	(1)	12/30/20	16		A <sup>(2)</sup>		12		(3)	(3)	Common Stock	12	\$ 38.35	2,464	D		
Restricted Stock Units (Deferred Stock Award) 2/23/11	(1)	12/30/20	16		A <sup>(2)</sup>		26		(3)	(3)	Common Stock	26	\$ 38.35	4,984	D		
Restricted Stock Units (Deferred Stock Award) 2/22/12	(1)	12/30/20	16		A <sup>(2)</sup>		24		(3)	(3)	Common Stock	24	\$ 38.35	4,740	D		
Restricted Stock Units (Deferred Stock Award) 2/27/13	(1)	12/30/20	16		A <sup>(2)</sup>		22		(3)	(3)	Common Stock	22	\$ 38.35	4,329	D		
Restricted Stock																	

A(2)

A(2)

17

17

<u>(3)</u>

<u>(3)</u>

Common

Stock

Common

Stock

17

17

\$ 38.35

\$ 38.35

3,426

3,373

D

D

<u>(3)</u>

<u>(3)</u>

Restricted Stock Units (Deferred Stock Award) 2/24/2016	<u>(1)</u>	12/30/2016	A <sup>(2)</sup>	20	(3)	<u>(3)</u>	Common Stock	20	\$ 38.35	3,835	D	
RESTRICTED STOCK UNITS CUMULATIVE TOTAL	(1)				(3)	(3)	Common Stock	27,151 (4)		27,151 <sup>(4)</sup>	D	

## **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
CLOUES EDWARD B II	~~						
ONE BATESVILLE BOULEVARD BATESVILLE, IN 47006	X						

# **Signatures**

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