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

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

Check this box if no longer subject to Section 16. Form 4 or

Units (Deferred

Restricted Stock Units (Deferred

Stock Award)

Stock Award)

2/27/13

2/26/14

<u>(1)</u>

<u>(1)</u>

12/31/2018

12/31/2018

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

may continue. S Instruction 1(b)		Filed purs	uant to	o Section						change Act Act of 194		or Section (	30(h) of	the				
1. Name and Address	s of Reportin	g Person*							r or Tı	rading Symbo	ol	5. Rel	ationship		g Person(s) to Is all applicable)	suer		
LOUGHREY F JOSEPH  (Last) (First) (Middle)  ONE BATESVILLE BOULEVARD				Hillenbrand, Inc. [HI]  3. Date of Earliest Transaction (Month/Day/Year) 12/31/2018								X_ Director 10% Owner Officer (give title below) Other (specify below)						
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_ Fo	6. Individual or Joint/Group Filing(Check Applicable Line) X. Form filed by One Reporting Person						
BATESVILLE, IN 47006												Form filed by More than One Reporting Person						
(City)	(State)	)	(Zip)	)	Table I - Non-Derivative Securities Acqui							Acquired, I	ired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year			2A. Deemed Execution Date, if any (Month/Day/Year)  Code V Amount (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V Amount (D) Price					(D) Owned Transa (Instr.	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)  5. Amount of Securities Beneficially Ownership of Indirect Form: Direct (D) Ownership or Indirect (I) (Instr. 4)				Indirect neficial vnership					
Reminder: Report on	a separate lii	ne for each cl	ass of s			-			P ir a	ersons who	are not red alid OMB	quired to re control nui	spond u nber.		on contained form displays	SEC 147	74 (9-02)	
		1	-				wai		, opti	ons, convert							1	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transactic Date (Month/Day.	Execution any		n Date, if	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and of Underlyi Securities (Instr. 3 and	ng 14)		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 Beneficial Ownershij (Instr. 4)	
						Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Restricted Stock Units (Deferred Stock Award) 2/11/09	(1)	12/31/20	018			A <sup>(2)</sup>		22		(3)	(3)	Common Stock	22	\$ 37.93	4,085	D		
Restricted Stock Units (Deferred Stock Award 2/24/10)	<u>(1)</u>	12/31/20	)18			A <sup>(2)</sup>		30		(3)	(3)	Common Stock	30	\$ 37.93	5,759	D		
Restricted Stock Units (Deferred Stock Award) 2/23/11	(1)	12/31/20	018			A <sup>(2)</sup>		27		(3)	(3)	Common Stock	27	\$ 37.93	5,175	D		
Restricted Stock Units (Deferred Stock Award) 2/22/12	(1)	12/31/20	018			A <sup>(2)</sup>		26		(3)	(3)	Common Stock	26	\$ 37.93	4,923	D		
Restricted Stock																		

 $A^{(2)}$ 

 $A^{(2)}$ 

37

36

<u>(3)</u>

<u>(3)</u>

Common

Stock

Common

Stock

37

36

\$ 37.93

\$ 37.93

6,887

6,613

D

D

(3)

<u>(3)</u>

Restricted Stock Units (Deferred Stock Award 2/25/15	(1)	12/31/2018	A <sup>(2)</sup>	33	(3)	<u>(3)</u>	Common Stock	33	\$ 37.93	6,138	D	
Restricted Stock Units (Deferred Stock Award 2/24/2016	(1)	12/31/2018	A <sup>(2)</sup>	38	(3)	(3)	Common Stock	38	\$ 37.93	6,980	D	
Restricted Stock Units (Deferred Stock Award) 2/22/2017	(1)	12/31/2018	A <sup>(2)</sup>	24	(3)	(3)	Common Stock	24	\$ 37.93	4,370	D	
Restricted Stock Units (Deferred Stock Award) 2/15/2018	<u>(1)</u>	12/31/2018	A <sup>(2)</sup>	20	(3)	(3)	Common Stock	20	\$ 37.93	3,736	D	
RESTRICTED STOCK UNITS CUMULATIVE TOTAL	<u>(1)</u>				(3)	(3)	Common Stock	293 (4)		54,666 (4)	D	

# **Reporting Owners**

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

# **Signatures**

/s/ Michelle A. Stratton as Attorney-In-Fact for F. Joseph Loughrey	01/03/2019
**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.
- These stock units vest immediately upon grant. However, for awards granted prior to May 2014, directors must hold the underlying shares of common stock of the Company for six months (3) after they cease serving as a director; for awards granted in May 2014 or later, directors must hold the underlying shares of common stock of the Company for one day after the director ceases serving.
- (4) This amount represents the cumulative total of all Restricted Stock Units (deferrred 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.

Know by all these presents, that the undersigned hereby constitutes and appoints Nicholas R. Farrell, Peter V. Hilton, Michelle A. Stratton, and Patricia C. Lecher, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Hillenbrand, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section  $16\,(a)$  of the Securities Exchange Act of 1934 and the rules thereunder:
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed this 15th day of November, 2018.

/S/F. Joseph Loughrey Signature

F. Joseph Loughrey Printed Name