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

FORM 10-Q

☒ Quarterly Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

For the quarterly period ended March 31, 2021

OR

☐ Transition Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

For the transition period from _____ to _____

Commission File Number. 001-33794

HILLENBRAND, INC.
(Exact name of registrant as specified in its charter)

Indiana	**26-1342272**
(State of incorporation)	(I.R.S. Employer Identification No.)
One Batesville Boulevard **Batesville IN**	**47006**
(Address of principal executive offices)	(Zip Code)

(812) 934-7500
(Registrant’s telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, without par value	HI	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company” and “emerging growth company” in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☒	Accelerated filer	☐	Emerging growth company	☐
Non-accelerated filer	☐	Smaller reporting company	☐		

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes☐ No ☒

The registrant had 75,248,374 shares of common stock, no par value per share, outstanding as of April 29, 2021.

HILLENBRAND, INC.
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PART I — FINANCIAL INFORMATION

Item 1. FINANCIAL STATEMENTS

Hillenbrand, Inc.
Consolidated Statements of Operations (Unaudited)
(*in millions, except per share data*)

	Three Months Ended March 31, 2021	Three Months Ended March 31, 2020	Six Months Ended March 31, 2021	Six Months Ended March 31, 2020
Net revenue	$ 722.3	$ 648.9	$ 1,414.8	$ 1,215.8
Cost of goods sold	476.4	455.2	924.7	850.3
Gross profit	245.9	193.7	490.1	365.5
Operating expenses	138.0	136.0	269.6	293.4
Amortization expense	14.1	24.0	27.7	38.8
(Gain) loss on divestitures	(34.1)	3.0	(65.7)	3.0
Impairment charges	—	82.5	—	82.5
Interest expense	19.5	20.9	40.7	35.6
Other income, net	1.0	2.3	0.6	4.2
Income (loss) before income taxes	109.4	(70.4)	218.4	(83.6)
Income tax expense (benefit)	30.4	1.8	61.7	(10.6)
Consolidated net income (loss)	79.0	(72.2)	156.7	(73.0)
Less: Net income attributable to noncontrolling interests	0.9	1.8	2.2	4.1
Net income (loss) attributable to Hillenbrand	$ 78.1	$ (74.0)	$ 154.5	$ (77.1)
Net income (loss) attributable to Hillenbrand — per share of common stock:				
Basic earnings (loss) per share	$ 1.04	$ (0.99)	$ 2.05	$ (1.07)
Diluted earnings (loss) per share	$ 1.03	$ (0.99)	$ 2.04	$ (1.07)
Weighted average shares outstanding (basic)	75.5	75.1	75.4	71.7
Weighted average shares outstanding (diluted)	76.2	75.1	75.8	71.7

See Condensed Notes to Consolidated Financial Statements

Hillenbrand, Inc.
Consolidated Statements of Comprehensive Income (Loss) (Unaudited)
(in millions)

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Consolidated net income (loss)	$ 79.0	$ (72.2)	$ 156.7	$ (73.0)
Changes in other comprehensive income (loss), net of tax:				
Currency translation adjustment	(45.2)	(30.2)	14.1	(12.9)
Pension and postretirement (net of quarter-to-date tax expense of $0.3 and $0.4 and year-to-date tax expense of $0.6 and $0.9)	0.6	1.4	1.8	2.5
Change in net unrealized (loss) gain on derivative instruments (net of quarter-to-date tax (benefit) expense of ($0.3) and $0.9 and year-to-date tax expense (benefit) of $0.0 and $0.7)	(0.5)	(3.3)	1.2	(1.9)
Total changes in other comprehensive (loss) income, net of tax	(45.1)	(32.1)	17.1	(12.3)
Consolidated comprehensive income (loss)	33.9	(104.3)	173.8	(85.3)
Less: Comprehensive income attributable to noncontrolling interests	0.9	1.3	2.3	3.5
Comprehensive income (loss) attributable to Hillenbrand	$ 33.0	$ (105.6)	$ 171.5	$ (88.8)

See Condensed Notes to Consolidated Financial Statements

Hillenbrand, Inc.
Consolidated Balance Sheets
(*in millions*)

	March 31, 2021 (unaudited)	September 30, 2020
ASSETS		
Current Assets		
Cash and cash equivalents	$ 344.9	$ 302.2
Trade receivables, net	293.4	279.5
Receivables from long-term manufacturing contracts	149.2	138.1
Inventories, net	385.0	385.4
Prepaid expenses and other current assets	82.6	83.2
Current assets held for sale	62.7	181.3
Total current assets	1,317.8	1,369.7
Property, plant, and equipment, net	296.4	314.2
Operating lease right-of-use assets	150.6	154.4
Intangible assets, net	939.1	960.7
Goodwill	1,165.9	1,137.8
Other long-term assets	47.3	50.6
Total Assets	$ 3,917.1	$ 3,987.4
LIABILITIES		
Current Liabilities		
Trade accounts payable	$ 293.8	$ 271.6
Liabilities from long-term manufacturing contracts and advances	265.6	189.1
Current portion of long-term debt	—	36.3
Accrued compensation	95.6	96.1
Current liabilities held for sale	18.7	32.5
Other current liabilities	246.8	226.5
Total current liabilities	920.5	852.1
Long-term debt	1,211.9	1,516.3
Accrued pension and postretirement healthcare	163.8	166.8
Operating lease liabilities	116.4	120.9
Deferred income taxes	199.3	185.8
Other long-term liabilities	69.5	66.1
Total Liabilities	2,681.4	2,908.0
Commitments and contingencies (Note 15)		
SHAREHOLDERS' EQUITY		
Common stock, no par value (75.8 and 75.8 shares issued, 75.2 and 74.8 shares outstanding)	—	—
Additional paid-in capital	720.5	723.6
Retained earnings	603.1	481.4
Treasury stock (0.6 and 1.0 shares)	(23.4)	(43.2)
Accumulated other comprehensive loss	(85.8)	(102.8)
Hillenbrand Shareholders' Equity	1,214.4	1,059.0
Noncontrolling interests	21.3	20.4
Total Shareholders' Equity	1,235.7	1,079.4
Total Liabilities and Shareholders' Equity	$ 3,917.1	$ 3,987.4

See Condensed Notes to Consolidated Financial Statements

Hillenbrand, Inc.
Consolidated Statements of Cash Flows (Unaudited)
(*in millions*)

	Six Months Ended March 31,	
	2021	2020
Operating Activities		
Consolidated net income (loss)	$ 156.7	$ (73.0)
Adjustments to reconcile net income (loss) to cash provided by operating activities:		
Depreciation and amortization	57.6	64.5
Impairment charges	—	82.5
Deferred income taxes	15.0	(47.0)
Amortization of deferred financing costs	4.6	1.4
Share-based compensation	10.4	5.7
Settlement of Milacron share-based equity awards	—	5.9
(Gain) loss on divestitures	(65.7)	3.0
Trade accounts receivable and receivables from long-term manufacturing contracts	(21.0)	37.7
Inventories, net	(5.6)	35.4
Prepaid expenses and other current assets	(4.1)	8.7
Trade accounts payable	21.2	(41.0)
Liabilities from long-term manufacturing contracts and advances, accrued compensation, and other current liabilities	83.9	(45.7)
Income taxes payable	4.3	14.4
Defined benefit plan and postretirement funding	(4.6)	(5.2)
Defined benefit plan and postretirement expense	1.4	3.2
Other, net	4.9	(5.2)
Net cash provided by operating activities	259.0	45.3
Investing Activities		
Capital expenditures	(11.6)	(15.0)
Proceeds from sales of property, plant, and equipment	—	13.3
Acquisition of businesses, net of cash acquired	—	(1,503.1)
Proceeds from divestitures, net of cash divested	165.7	222.4
Net cash provided by (used in) investing activities	154.1	(1,282.4)
Financing Activities		
Proceeds from issuance of long-term debt	350.0	725.0
Repayments on long-term debt	(688.8)	(9.1)
Proceeds from revolving credit facilities	395.0	1,082.8
Repayments on revolving credit facilities	(395.0)	(544.7)
Payment of deferred financing costs	(3.5)	(7.0)
Payments of dividends on common stock	(32.3)	(31.7)
Proceeds from stock option exercises	8.7	0.2
Payments for employee taxes on net settlement equity awards	(2.9)	(1.8)
Other, net	(1.3)	(1.1)
Net cash (used in) provided by financing activities	(370.1)	1,212.6
Effect of exchange rates on cash and cash equivalents	(7.5)	(0.5)
Net cash flows	35.5	(25.0)
Cash, cash equivalents, and restricted cash:		
At beginning of period	311.8	399.4
At end of period	$ 347.3	$ 374.4

The following table provides a reconciliation of cash, cash equivalents, and restricted cash reported within the Consolidated Balance Sheets that sum to the total of the same amounts shown in the Consolidated Statements of Cash Flows:

	March 31, 2021	March 31, 2020
Cash and cash equivalents	$ 344.9	$ 374.0
Short-term restricted cash included in other current assets	2.4	0.4
Total cash, cash equivalents, and restricted cash shown in the Consolidated Statements of Cash Flows	$ 347.3	$ 374.4

See Condensed Notes to Consolidated Financial Statements

Hillenbrand, Inc.
Consolidated Statements of Shareholders' Equity (Unaudited)
(in millions)

	Three Months Ended March 31, 2021							
	Shareholders of Hillenbrand, Inc.							
	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock		Accumulated Other Comprehensive Loss	Noncontrolling Interests	Total
	Shares			Shares	Amount			
Balance at December 31, 2020	**75.8**	**$ 717.2**	**$ 541.4**	**0.7**	**$ (32.0)**	**$ (40.7)**	**$ 20.4**	**$ 1,206.3**
Total other comprehensive loss, net of tax	—	—	—	—	—	(45.1)	—	(45.1)
Net income	—	—	78.1	—	—	—	0.9	79.0
Issuance/retirement of stock for stock awards/options	—	(3.1)	—	(0.1)	8.6	—	—	5.5
Share-based compensation	—	6.2	—	—	—	—	—	6.2
Dividends ($0.2150 per share)	—	0.2	(16.4)	—	—	—	—	(16.2)
Balance at March 31, 2021	**75.8**	**$ 720.5**	**$ 603.1**	**0.6**	**$ (23.4)**	**$ (85.8)**	**$ 21.3**	**$ 1,235.7**

	Six Months Ended March 31, 2021							
	Shareholders of Hillenbrand, Inc.							
	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock		Accumulated Other Comprehensive Loss	Noncontrolling Interests	Total
	Shares			Shares	Amount			
Balance at September 30, 2020	**75.8**	**$ 723.6**	**$ 481.4**	**1.0**	**$ (43.2)**	**$ (102.8)**	**$ 20.4**	**$ 1,079.4**
Total other comprehensive income, net of tax	—	—	—	—	—	17.0	0.1	17.1
Net income	—	—	154.5	—	—	—	2.2	156.7
Issuance/retirement of stock for stock awards/options	—	(14.0)	—	(0.4)	19.8	—	—	5.8
Share-based compensation	—	10.4	—	—	—	—	—	10.4
Dividends ($0.4300 per share)	—	0.5	(32.8)	—	—	—	(1.4)	(33.7)
Balance at March 31, 2021	**75.8**	**$ 720.5**	**$ 603.1**	**0.6**	**$ (23.4)**	**$ (85.8)**	**$ 21.3**	**$ 1,235.7**

See Condensed Notes to Consolidated Financial Statements

Hillenbrand, Inc.
Consolidated Statements of Shareholders' Equity (Unaudited)
(in millions)

	Three Months Ended March 31, 2020							
	Shareholders of Hillenbrand, Inc.							
	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock		Accumulated Other Comprehensive Loss	Noncontrolling Interests	Total
	Shares			Shares	Amount			
Balance at December 31, 2019	**75.8**	**$ 712.9**	**$ 586.5**	**1.1**	**$ (45.6)**	**$ (126.7)**	**$ 16.7**	**$ 1,143.8**
Total other comprehensive loss, net of tax	—	—	—	—	—	(31.6)	(0.5)	(32.1)
Net (loss) income	—	—	(74.0)	—	—	—	1.8	(72.2)
Issuance/retirement of stock for stock awards/options	—	(0.2)	—	—	0.2	—	—	—
Share-based compensation	—	3.4	—	—	—	—	—	3.4
Dividends ($0.2125 per share)	—	0.2	(16.1)	—	—	—	—	—
Balance at March 31, 2020	**75.8**	**$ 716.3**	**$ 496.4**	**1.1**	**$ (45.4)**	**$ (158.3)**	**$ 18.0**	**$ 1,027.0**

	Six Months Ended March 31, 2020							
	Shareholders of Hillenbrand, Inc.							
	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock		Accumulated Other Comprehensive Loss	Noncontrolling Interests	Total
	Shares			Shares	Amount			
Balance at September 30, 2019	**63.9**	**$ 345.3**	**$ 599.5**	**1.2**	**$ (50.1)**	**$ (140.6)**	**$ 15.7**	**$ 769.8**
Total other comprehensive loss, net of tax	—	—	—	—	—	(11.7)	(0.6)	(12.3)
Net (loss) income	—	—	(77.1)	—	—	—	4.1	(73.0)
Issuance/retirement of stock for stock awards/options	—	(6.3)	—	(0.1)	4.7	—	—	(1.6)
Share-based compensation	—	5.7	—	—	—	—	—	5.7
Dividends ($0.4250 per share)	—	0.3	(32.0)	—	—	—	(1.2)	(32.9)
Common stock issued to acquire Milacron (see Note 4)	11.9	371.3	—	—	—	—	—	371.3
Reclassification of certain income tax effects [1]	—	—	6.0	—	—	(6.0)	—	—
Balance at March 31, 2020	**75.8**	**$ 716.3**	**$ 496.4**	**1.1**	**$ (45.4)**	**$ (158.3)**	**$ 18.0**	**$ 1,027.0**

[1] Income tax effects of the Tax Act (as defined in Note 2) were reclassified from accumulated other comprehensive loss to retained earnings due to the adoption of ASU 2018-02. See Note 2 for more information.

See Condensed Notes to Consolidated Financial Statements

Hillenbrand, Inc.
Condensed Notes to Consolidated Financial Statements (Unaudited)
(*in millions, except share and per share data*)

1. Background and Basis of Presentation

Hillenbrand, Inc. (the "Company" or "Hillenbrand") is a global diversified industrial company with multiple leading brands that serve a wide variety of industries around the world. The Company strives to provide superior return for our shareholders, exceptional value for our customers, great professional opportunities for our employees, and to be responsible to our communities through deployment of the Hillenbrand Operating Model ("HOM"). The HOM is a consistent and repeatable framework designed to produce sustainable and predictable results. The HOM describes the Company's mission, vision, values, and mindset as leaders; applies our management practices in Strategy Management, Segmentation, Lean, Talent Development, and Acquisitions; and prescribes three steps (Understand, Focus, and Grow) designed to make the Company's businesses both bigger and better. The Company's goal is to continue developing Hillenbrand as a world-class global diversified industrial company through the deployment of the HOM.

Hillenbrand's portfolio is composed of three reportable operating segments. Advanced Process Solutions businesses design, develop, manufacture, and service highly engineered industrial equipment around the world. Molding Technology Solutions is a global leader in highly engineered and customized systems in plastic technology and processing. Batesville is a recognized leader in the death care industry in North America. "Hillenbrand," the "Company," "we," "us," "our," and similar words refer to Hillenbrand and its subsidiaries unless context otherwise requires.

The accompanying unaudited Consolidated Financial Statements include the accounts of Hillenbrand and its subsidiaries. They also include two subsidiaries where the Company's ownership percentage is less than 100%. The Company's fiscal year ends on September 30. Unless otherwise stated, references to years relate to fiscal years.

These unaudited Consolidated Financial Statements have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC") for interim financial statements and therefore do not include all information required in accordance with United States generally accepted accounting principles ("GAAP"). The unaudited Consolidated Financial Statements have been prepared on the same basis as, and should be read in conjunction with, the audited Consolidated Financial Statements and notes thereto included in the Company's latest Annual Report on Form 10-K for the year ended September 30, 2020, as filed with the SEC on November 12, 2020. In the opinion of management, these Consolidated Financial Statements reflect all adjustments necessary to present a fair statement of the Company's consolidated financial position and the consolidated results of operations and cash flows as of the dates and for the periods presented and are normal and recurring in nature. The interim period results are subject to variation and are not necessarily indicative of the results of operations to be expected for the full fiscal year.

The preparation of the Consolidated Financial Statements in conformity with GAAP requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Consolidated Financial Statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates. Examples of such estimates include, but are not limited to, revenue recognition under the percentage-of-completion method, carrying value of businesses held for sale, and the establishment of reserves related to customer rebates, doubtful accounts, warranties, early-pay discounts, inventories, income taxes, litigation, self-insurance, and progress toward achievement of performance criteria under incentive compensation programs.

On March 11, 2020, the World Health Organization declared the outbreak of the novel strain of coronavirus ("COVID-19") a global pandemic and recommended containment and mitigation measures worldwide, and the effects of the COVID-19 pandemic and such associated measures on management's estimates and results of operations through March 31, 2021 are reflected in the Consolidated Financial Statements. Given the unprecedented nature of the COVID-19 pandemic, the Company cannot reasonably estimate the full extent of the impact that the COVID-19 pandemic will have on its consolidated financial condition, results of operations, or cash flows in the foreseeable future. The ultimate impact of the COVID-19 pandemic on the Company is highly uncertain and will depend on future developments, and such impacts could exist for an extended period of time, even after the COVID-19 pandemic subsides. Events and changes in circumstances arising after March 31, 2021, including those resulting from the ongoing impacts of the COVID-19 pandemic, will be reflected in management's estimates for future periods in subsequent periodic filings.

2. Summary of Significant Accounting Policies

The significant accounting policies used in preparing the Consolidated Financial Statements are consistent with the accounting policies described in the Company's Annual Report on Form 10-K as of and for the year ended September 30, 2020, except as described below.

Recently Adopted Accounting Standards

In June 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2016-13, *Losses on Financial Statements* ("ASU 2016-13"). ASU 2016-13 replaces the current incurred loss impairment model with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to determine credit loss estimates. ASU 2016-13 became effective for the Company's fiscal year beginning on October 1, 2020. As a result of the Company's assessment on its trade receivables and receivables from long-term manufacturing contracts, ASU 2016-13 did not have a material impact on the Consolidated Financial Statements.

In February 2018, the FASB issued ASU 2018-02, *Income Statement-Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income* ("ASU 2018-02"). ASU 2018-02 allows for the reclassification of stranded tax effects resulting from the Tax Cuts and Jobs Act of 2017 (the "Tax Act") from accumulated other comprehensive loss to retained earnings. The Company adopted ASU 2018-02 on October 1, 2019, which resulted in a one-time decrease to accumulated other comprehensive loss and an increase to retained earnings of $6.0 on the Consolidated Balance Sheet as of October 1, 2019, primarily related to deferred taxes previously recorded for pension and other postretirement benefits. The adoption of ASU 2018-02 did not have an impact to the Consolidated Statements of Operations or Consolidated Statements of Cash Flows.

Recently Issued Accounting Standards

In December 2019, the FASB issued ASU 2019-12, *Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes* ("ASU 2019-12"). ASU 2019-12 clarifies and simplifies accounting for income taxes by eliminating certain exceptions for intraperiod tax allocation principles, the methodology for calculating income tax rates in an interim period, and recognition of deferred taxes for outside basis differences in an investment, among other updates. ASU 2019-12 will be effective for the Company's fiscal year beginning on October 1, 2021. The Company is currently evaluating the impact of ASU 2019-12 on the Consolidated Financial Statements.

No other new accounting pronouncements recently adopted or issued had or are expected to have a material impact on the Consolidated Financial Statements.

3. Revenue Recognition

Net revenue includes gross revenue less sales discounts, customer rebates, sales incentives, and product returns, all of which require the Company to make estimates for the portion of these allowances that have yet to be credited or paid to customers. The Company estimates these allowances using the expected value method, which is based upon historical rates and projections of customer purchases toward contractual rebate thresholds.

Contract balances

The balance in receivables from long-term manufacturing contracts at March 31, 2021 and September 30, 2020 was $149.2 and $138.1, respectively. The change was driven by the impact of net revenue recognized prior to billings. The balance in the liabilities from long-term manufacturing contracts and advances at March 31, 2021 and September 30, 2020 was $265.6 and $189.1, respectively, and consists primarily of cash payments received or due in advance of satisfying performance obligations. The revenue recognized for the six months ended March 31, 2021 and 2020 related to liabilities from long-term manufacturing contracts and advances as of September 30, 2020 and 2019 was $97.6 and $87.8, respectively. During the three and six months ended March 31, 2021 and 2020, the adjustments related to performance obligations satisfied in previous periods were immaterial.

Transaction price allocated to the remaining performance obligations

As of March 31, 2021, the aggregate amount of transaction price of remaining performance obligations for the Company, which corresponds to backlog as defined in Item 2 of this Form 10-Q, was $1,520.6 for the Company. Approximately 78% of these performance obligations are expected to be satisfied over the next twelve months, and the remaining performance obligations, primarily within one to three years.

Disaggregation of revenue

The following tables present net revenue by end market:

	Three Months Ended March 31, 2021				Six Months Ended March 31, 2021			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
End Market								
Plastics	$ 210.4	$ —	$ —	$ 210.4	$ 405.1	$ —	$ —	$ 405.1
Automotive	—	42.5	—	42.5	—	79.0	—	79.0
Chemicals	20.2	—	—	20.2	39.3	—	—	39.3
Consumer goods	—	23.8	—	23.8	—	46.6	—	46.6
Food and pharmaceuticals	20.8	—	—	20.8	43.6	—	—	43.6
Custom molders	—	42.5	—	42.5	—	81.4	—	81.4
Packaging	—	34.4	—	34.4	—	66.1	—	66.1
Construction	—	31.8	—	31.8	—	52.2	—	52.2
Minerals and mining	12.4	—	—	12.4	24.3	—	—	24.3
Electronics	—	15.3	—	15.3	—	33.7	—	33.7
Medical	—	21.0	—	21.0	—	42.2	—	42.2
Death care	—	—	166.0	166.0	—	—	330.8	330.8
Other industrial	37.5	43.7	—	81.2	79.8	90.7	—	170.5
Total	$ 301.3	$ 255.0	$ 166.0	$ 722.3	$ 592.1	$ 491.9	$ 330.8	$ 1,414.8

	Three Months Ended March 31, 2020				Six Months Ended March 31, 2020			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
End Market								
Plastics	$ 206.6	$ —	$ —	$ 206.6	$ 408.7	$ —	$ —	$ 408.7
Automotive	$ —	$ 38.1	$ —	$ 38.1	$ —	$ 63.2	$ —	$ 63.2
Chemicals	$ 24.1	$ —	$ —	$ 24.1	$ 48.4	$ —	$ —	$ 48.4
Consumer goods	$ —	$ 19.3	$ —	$ 19.3	$ —	$ 37.6	$ —	$ 37.6
Food and pharmaceuticals	$ 17.2	$ —	$ —	$ 17.2	$ 35.2	$ —	$ —	$ 35.2
Custom molders	$ —	$ 21.3	$ —	$ 21.3	$ —	$ 38.1	$ —	$ 38.1
Packaging	$ —	$ 22.8	$ —	$ 22.8	$ —	$ 36.6	$ —	$ 36.6
Construction	$ —	$ 14.9	$ —	$ 14.9	$ —	$ 31.8	$ —	$ 31.8
Minerals and mining	$ 15.4	$ —	$ —	$ 15.4	$ 28.7	$ —	$ —	$ 28.7
Electronics	$ —	$ 14.5	$ —	$ 14.5	$ —	$ 22.8	$ —	$ 22.8
Medical	$ —	$ 14.0	$ —	$ 14.0	$ —	$ 19.4	$ —	$ 19.4
Death care	$ —	$ —	$ 138.8	$ 138.8	$ —	$ —	$ 265.8	$ 265.8
Other industrial	$ 47.8	$ 54.1	$ —	$ 101.9	$ 96.7	$ 82.8	$ —	$ 179.5
Total	$ 311.1	$ 199.0	$ 138.8	$ 648.9	$ 617.7	$ 332.3	$ 265.8	$ 1,215.8

The following tables present net revenue by geographical market:

	Three Months Ended March 31, 2021				Six Months Ended March 31, 2021			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
Geographical Markets								
Americas	$ 81.6	$ 138.8	$ 166.0	$ 386.4	$ 163.7	$ 263.5	$ 330.8	$ 758.0
Asia	$ 134.9	$ 70.8	$ —	$ 205.7	$ 262.8	$ 144.1	$ —	$ 406.9
Europe, the Middle East, and Africa	$ 84.8	$ 45.4	$ —	$ 130.2	$ 165.6	$ 84.3	$ —	$ 249.9
Total	$ 301.3	$ 255.0	$ 166.0	$ 722.3	$ 592.1	$ 491.9	$ 330.8	$ 1,414.8

	Three Months Ended March 31, 2020				Six Months Ended March 31, 2020			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
Geographical Markets								
Americas	$ 100.6	$ 105.0	$ 138.8	$ 344.4	$ 213.5	$ 185.4	$ 265.8	$ 664.7
Asia	$ 119.3	$ 49.8	$ —	$ 169.1	$ 227.6	$ 82.7	$ —	$ 310.3
Europe, the Middle East, and Africa	$ 91.2	$ 44.2	$ —	$ 135.4	$ 176.6	$ 64.2	$ —	$ 240.8
Total	$ 311.1	$ 199.0	$ 138.8	$ 648.9	$ 617.7	$ 332.3	$ 265.8	$ 1,215.8

The following tables present net revenue by products and services:

	Three Months Ended March 31, 2021				Six Months Ended March 31, 2021			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
Products and Services								
Equipment	$ 208.2	$ 169.3	$ —	$ 377.5	$ 406.1	$ 324.4	$ —	$ 730.5
Parts and services	93.1	68.0	—	161.1	186.0	133.5	—	319.5
Death care	—	—	166.0	166.0	—	—	330.8	330.8
Other	—	17.7	—	17.7	—	34.0	—	34.0
Total	$ 301.3	$ 255.0	$ 166.0	$ 722.3	$ 592.1	$ 491.9	$ 330.8	$ 1,414.8

	Three Months Ended March 31, 2020				Six Months Ended March 31, 2020			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
Products and Services								
Equipment	$ 207.9	$ 99.0	$ —	$ 306.9	$ 413.9	$ 181.2	$ —	$ 595.1
Parts and services	103.2	58.3	—	161.5	203.8	90.5	—	294.3
Death care	—	—	138.8	138.8	—	—	265.8	265.8
Other	—	41.7	—	41.7	—	60.6	—	60.6
Total	$ 311.1	$ 199.0	$ 138.8	$ 648.9	$ 617.7	$ 332.3	$ 265.8	$ 1,215.8

The following tables present net revenue by timing of transfer:

	Three Months Ended March 31, 2021				Six Months Ended March 31, 2021			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
Timing of Transfer								
Point in time	$ 150.2	$ 255.0	$ 166.0	$ 571.2	$ 296.4	$ 491.9	$ 330.8	$ 1,119.1
Over time	151.1	—	—	151.1	295.7	—	—	295.7
Total	$ 301.3	$ 255.0	$ 166.0	$ 722.3	$ 592.1	$ 491.9	$ 330.8	$ 1,414.8

	Three Months Ended March 31, 2020				Six Months Ended March 31, 2020			
	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
Timing of Transfer								
Point in time	$ 149.4	$ 199.0	$ 138.8	$ 487.2	$ 296.7	$ 332.3	$ 265.8	$ 894.8
Over time	161.7	—	—	161.7	321.0	—	—	321.0
Total	$ 311.1	$ 199.0	$ 138.8	$ 648.9	$ 617.7	$ 332.3	$ 265.8	$ 1,215.8

4. Acquisitions and Divestitures

Acquisition of Milacron

Background

On November 21, 2019, the Company completed the acquisition of Milacron Holdings Corp. ("Milacron"), a global leader in highly engineered and customized systems in plastic technology and processing, through a merger of its wholly-owned subsidiary with and into Milacron, resulting in ownership of 100% of Milacron common stock that was issued and outstanding after the acquisition. The acquisition provides Hillenbrand with increased scale and meaningful product diversification, enhancing its ability to serve customers with expanded capabilities across the plastics value chain.

The results of Milacron are reported separately in its own reportable segment (Molding Technology Solutions).

Purchase price consideration

As a result of the acquisition, Milacron stockholders received $11.80 in cash per share and a fixed exchange ratio of 0.1612 shares of Hillenbrand common stock for each share of Milacron common stock they owned, with cash paid in lieu of fractional shares. In addition, concurrent with the closing of the acquisition, the Company made a cash payment of $772.9 to repay outstanding Milacron debt, including accrued interest. The Company funded the acquisition through a combination of cash on hand, new debt financing, and the issuance of common stock.

Pursuant to the Merger Agreement, certain of Milacron's outstanding stock options, restricted stock awards, restricted stock unit awards, and performance stock unit awards immediately vested and converted into the right to receive $11.80 per share in cash and 0.1612 shares of Hillenbrand common stock per share. Additionally, certain of Milacron's stock appreciation rights were canceled and converted into the right to receive a lump sum cash payment. The fair value of share-based equity awards was apportioned between purchase price consideration and immediate expense. The portion of the fair value of partially vested awards associated with pre-acquisition service of Milacron employees represented a component of the total purchase price consideration, while the remaining portion of the fair value was immediately recognized as expense within operating expenses on the Consolidated Statement of Operations during the six months ended March 31, 2020.

The following table summarizes the aggregate purchase price consideration to acquire Milacron:

Cash consideration paid to Milacron stockholders	$	835.9
Repayment of Milacron debt, including accrued interest		772.9
Cash consideration paid to settle outstanding share-based equity awards		34.2
Total cash consideration		1,643.0
Fair value of Hillenbrand common stock issued to Milacron stockholders[(1)]		356.9
Stock consideration issued to settle outstanding share-based equity awards[(1)]		14.4
Total consideration transferred		2,014.3
Portion of cash settlement of outstanding share-based equity awards recognized as expense[(2)]		(14.1)
Portion of stock settlement of outstanding share-based equity awards recognized as expense[(2)]		(5.9)
Total purchase price consideration	$	1,994.3

(1) The fair value of the 11.4 million shares of Hillenbrand's common stock issued as of the acquisition date was determined based on a per share price of $31.26, which was the closing price of Hillenbrand's common stock on November 20, 2019, the last trading day before the acquisition closed on November 21, 2019. This includes a nominal amount of cash paid in lieu of fractional shares. Additionally, 0.5 million shares of Hillenbrand's common stock were issued to settle certain of Milacron's outstanding share-based equity awards, as previously discussed.

(2) In total, $20.0 was immediately recognized as expense within operating expenses on the Consolidated Statements of Operations during the six months ended March 31, 2020, which represents the portion of the fair value of outstanding share-based equity awards that was not associated with pre-acquisition service of Milacron employees, as previously discussed.

Purchase price allocation

The acquisition was accounted for as a business combination in accordance with Accounting Standards Codification ("ASC") Topic 805,*Business Combinations.* The purchase price was allocated to the assets acquired and liabilities assumed based on management's estimate of the respective fair values at the date of acquisition. Goodwill was calculated as the excess of the consideration transferred over the net assets recognized and represents the estimated future economic benefits arising from other assets acquired that could not be individually identified and separately recognized. The factors contributing to the recognition of goodwill were based on strategic benefits that are expected to be realized from the acquisition. None of the goodwill is deductible for income tax purposes.

The following table summarizes the final (as of November 21, 2020) fair values of the assets acquired and liabilities assumed as of the acquisition date (November 21, 2019).

Assets acquired:	
Cash and cash equivalents	$ 125.8
Trade receivables	133.1
Inventories	287.7
Prepaid expense and other current assets	69.2
Property, plant, and equipment	233.9
Operating lease right-of-use assets	41.3
Identifiable intangible assets	815.0
Goodwill	734.2
Other long-term assets	21.0
Total assets acquired	2,461.2
Liabilities assumed:	
Trade accounts payable	110.2
Liabilities from long-term manufacturing contracts and advances	32.7
Accrued compensation	20.8
Other current liabilities	89.4
Accrued pension and postretirement healthcare	29.4
Deferred income taxes	139.0
Operating lease liabilities - long-term	31.2
Other long-term liabilities	14.2
Total liabilities assumed	466.9
Total purchase price consideration	$ 1,994.3

Intangible assets identified

The purchase price allocation included $815.0 of acquired identifiable intangible assets. The fair value of the identifiable intangible assets were estimated using the income approach through a discounted cash flow analysis with cash flow projections. The cash flows were based on estimates used to price the Milacron acquisition, and the discount rates applied were benchmarked with reference to the implied rate of return to the Company's pricing model and the weighted-average cost of capital. Definite-lived intangible assets are being amortized over the estimated useful life on a straight-line basis. The determination of the useful lives was based upon various industry studies, historical acquisition experience, economic factors, and future cash flows of the Company post-acquisition of Milacron. In addition, Hillenbrand reviewed certain technological trends and considered the relative stability in the current Milacron customer base.

The amounts allocated to intangible assets are as follows:

		Gross Carrying Amount	Weighted-Average Useful Life
Customer relationships	$	560.0	19 years
Trade names		150.0	Indefinite
Technology, including patents		95.0	10 years
Backlog		10.0	3 months
Total	$	815.0	

The Company is required to provide additional disclosures about fair value measurements as part of the Consolidated Financial Statements for each major category of assets and liabilities measured at fair value on a nonrecurring basis (including business acquisitions). The working capital assets and liabilities, as well as the property, plant, and equipment acquired, were valued using Level 2 inputs which included data points that are observable, such as definitive sales agreements, appraisals or established market values of comparable assets (market approach). Goodwill and identifiable intangible assets were valued using Level 3 inputs, which are unobservable by nature, and included internal estimates of future cash flows (income approach). Significant increases (decreases) in any of those unobservable inputs, as of the date of the acquisition, in isolation would result in a significantly lower (higher) fair value measurement. Management used a third-party valuation firm to assist in the determination of the purchase accounting fair values, and specifically those considered Level 3 measurements. Management ultimately oversaw the third-party valuation firm to ensure that the transaction-specific assumptions are appropriate for the Company.

Impact on results of operations

The results of Milacron's operations have been included in Hillenbrand's Consolidated Financial Statements since the November 21, 2019 acquisition date. The following table provides the results of operations for Milacron included in Hillenbrand's Consolidated Statements of Operations.

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Net revenue	$ 255.0	$ 199.0	$ 491.9	$ 332.3
Income (loss) before income taxes	32.6	(30.2)	62.3	(29.5)

In connection with the acquisition of Milacron, the Company incurred a total of $6.6 and $12.3 and $3.9 and $57.7 of business acquisition and integration costs during the three and six months ended March 31, 2021 and 2020, respectively, which were recorded within operating expenses in the Consolidated Statements of Operations.

Supplemental Pro Forma Information

The supplemental pro forma financial information presented below is for illustrative purposes only and is not necessarily indicative of the financial position or results of operations that would have been realized if the Milacron acquisition had been completed on the date indicated, does not reflect synergies that might have been achieved, nor is it indicative of future operating results or financial position. The pro forma adjustments are based upon currently available information and certain assumptions that Hillenbrand believes are reasonable under the circumstances.

The supplemental pro forma financial information reflects pro forma adjustments to present the combined pro forma results of operations as if the Milacron acquisition had occurred on October 1, 2019, to give effect to certain events that Hillenbrand believes to be directly attributable to the Milacron acquisition. These pro forma adjustments primarily include:

- an increase to depreciation and amortization expense that would have been recognized due to acquired tangible and intangible assets;
- an adjustment to interest expense to reflect the additional borrowings of Hillenbrand and the repayment of Milacron's historical debt in conjunction with the acquisition;
- an adjustment to remove business acquisition and integration costs, inventory step-up costs, and backlog amortization as these costs are non-recurring in nature and will not have a continuing effect on Hillenbrand's results; and
- the related income tax effects of the adjustments noted above.

The supplemental pro forma financial information for the periods presented is as follows:

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Net revenue	$ 722.3	$ 648.9	$ 1,414.8	$ 1,331.5
Net income (loss) attributable to Hillenbrand	78.1	(46.8)	154.5	(31.3)
Net income (loss) attributable to Hillenbrand — per share of common stock:				
Basic earnings (loss) per share	$ 1.04	$ (0.62)	$ 2.05	$ (0.42)
Diluted earnings (loss) per share	$ 1.03	$ (0.62)	$ 2.04	$ (0.42)

Assets and liabilities held for sale

During the fourth quarter of 2020, the Company announced that it had initiated a plan to divest the TerraSource Global and flow control businesses, which includes the Red Valve business ("Red Valve") and Abel Pump business ("ABEL"), which operate within the Advanced Process Solutions reportable operating segment, as these businesses were no longer considered a strategic fit with the Company's long-term growth plan and operational objectives. As discussed below, the Company completed the sale of Red Valve on December 31, 2020, and ABEL on March 10, 2021. The divestiture of the TerraSource Global business is expected to occur within the current fiscal year. As of September 30, 2020, the Company determined that these businesses met the criteria to be classified as held for sale, and therefore reclassified the related assets and liabilities as held for sale on the Consolidated Balance Sheets. As of March 31, 2021, the TerraSource Global business continues to be classified as held for sale.

The following is a summary of the major categories of assets and liabilities that have been classified as held for sale on the Consolidated Balance Sheets:

	March 31, 2021	September 30, 2020
Trade receivables, net	$ 8.5	$ 19.8
Inventories	11.1	22.0
Property, plant and equipment, net [2]	12.0	18.1
Operating lease right-of-use assets	2.3	4.3
Intangible assets, net	49.5	133.6
Goodwill	12.4	19.5
Other assets	2.8	9.4
Valuation allowance on disposal group [1]	(35.9)	(45.4)
Total assets held for sale	$ 62.7	$ 181.3
Trade accounts payable	$ 4.2	$ 7.3
Liabilities from long-term manufacturing contracts and advances	4.0	4.9
Operating lease liabilities	2.4	4.5
Deferred income taxes	5.5	8.8
Other liabilities	2.6	7.0
Total liabilities held for sale	$ 18.7	$ 32.5

(1) The Company adjusted the carrying value to fair value less costs to sell for certain assets held for sale during the year ended September 30, 2020. There was no adjustment recognized for the three and six months ended March 31, 2021.

(2) Total assets held for sale in this table include certain parcels of real estate that are also classified as held for sale on the Company's Consolidated Balance Sheets as of March 31, 2021 and September 30, 2020.

The Company determined that the impending exit from these businesses does not represent a strategic shift that had or will have a major effect on its Consolidated Results of Operations, and therefore these businesses were not classified as discontinued operations. The results of operations up to the date of sale, for these businesses are included within the Advanced Process Solutions reportable operating segment for all periods presented in this quarterly report.

Divestiture of Flow Control Businesses

On December 31, 2020, the Company completed the divestiture of Red Valve to DeZURIK, Inc. in a transaction valued at $63.0. The sale included cash proceeds received at closing of $59.4, including working capital adjustments, and a $5.0 note receivable, included within other long-term assets on the Consolidated Balance Sheet. The sale follows the Company's previously announced intent to exit Red Valve, and Red Valve was classified as held for sale at September 30, 2020.

As a result of the Red Valve sale, the Company recorded a pre-tax gain of $31.6 in the Consolidated Statement of Operations during the six months ended March 31, 2021. The related tax effect resulted in tax expense of $3.8 and was included within income tax expense in the Consolidated Statement of Operations during the six months ended March 31, 2021. The Company incurred $2.9 of transaction costs associated with the sale during the six months ended March 31, 2021, which were recorded within operating expenses in the Consolidated Statements of Operations.

On March 10, 2021, the Company completed the divestiture of ABEL to IDEX Corporation, in a transaction valued at $103.5, subject to customary post-closing adjustments. The sale included cash proceeds received at closing of $106.3, including working capital adjustments. The sale follows the Company's previously announced intent to exit ABEL, and ABEL was classified as held for sale at September 30, 2020.

As a result of the ABEL sale, the Company recorded a pre-tax gain of $34.1 in the Consolidated Statement of Operations during the three and six months ended March 31, 2021. The related tax effect resulted in tax expense of $6.7 and was included within income tax expense in the Consolidated Statement of Operations during the three and six months ended March 31, 2021. The Company incurred $3.0 and $3.8 of transaction costs associated with the sale during the three and six months ended March 31, 2021, which were recorded within operating expenses in the Consolidated Statements of Operations.

Divestiture of Cimcool

On March 30, 2020, the Company completed the sale of its Cimcool business ("Cimcool"), which represented the former Fluids Technologies reportable segment of Milacron before its acquisition by the Company, to DuBois Chemicals, Inc. The sale resulted in cash proceeds received of $222.4, net of cash divested.

The Company determined that the sale of Cimcool did not represent a strategic shift that had or will have a major effect on its consolidated results of operations, and therefore Cimcool was not classified as a discontinued operation. Cimcool's results of operations were included within the Molding Technology Solutions reportable operating segment until the completion of the sale on March 30, 2020.

Sale of Molding Technology Solutions facility

In December 2019, the Company completed the sale of a Molding Technology Solutions manufacturing facility located in Germany. As a result of the sale, the Company received net cash proceeds of $13.1. There was no material impact to the Consolidated Statement of Operations resulting from the sale of the facility.

5. Supplemental Consolidated Balance Sheet Information

		March 31, 2021		September 30, 2020
Allowance for doubtful accounts	$	23.9	$	24.0
Warranty reserves	$	25.2	$	23.8
Accumulated depreciation on property, plant, and equipment	$	363.0	$	342.1
Inventories, net:				
Raw materials and components	$	134.5	$	133.3
Work in process		91.2		88.7
Finished goods		159.3		163.4
Total inventories, net	$	385.0	$	385.4

6. Leases

The Company's lease portfolio is comprised of operating leases primarily for manufacturing facilities, offices, vehicles, and certain equipment. At the inception of an arrangement, the Company determines whether the arrangement is or contains a lease based on whether the contract conveys the right to control the use of identified property, plant or equipment for a period of time in exchange for consideration. Leases are classified as operating or finance leases at the commencement date of the lease. Operating leases are recorded within operating lease right-of-use assets, other current liabilities, and operating lease liabilities in the Consolidated Balance Sheets. The Company's finance leases were insignificant as of March 31, 2021. Leases with an initial term of 12 months or less are not recorded on the Consolidated Balance Sheets. We have elected an accounting policy to combine lease and non-lease components for all leases.

Operating lease right-of-use assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. As the implicit rate is generally not readily determinable for most leases, the Company uses an incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments. The incremental borrowing rate reflects the estimated rate of interest that the Company would pay to borrow on a collateralized basis over a similar term in a similar economic environment. Lease expense for operating leases is recognized on a straight-line basis over the lease term.

Leases may include renewal options, and the renewal option is included in the lease term if the Company concludes that it is reasonably certain that the option will be exercised. A certain number of the Company's leases contain rent escalation clauses, either fixed or adjusted periodically for inflation of market rates, that are factored into the calculation of lease payments to the extent they are fixed and determinable at lease inception. The Company also has variable lease payments that do not depend on a rate or index, primarily for items such as common area maintenance and real estate taxes, which are recorded as variable costs when incurred.

For the three and six months ended March 31, 2021 and 2020, the Company recognized $8.7 and $17.6, and $9.8 and $17.8 respectively, of operating lease expense, including short-term lease expense and variable lease costs, which were immaterial in each period.

The following table presents supplemental Consolidated Balance Sheet information related to the Company’s operating leases:

	March 31, 2021	September 30, 2020
Operating lease right-of-use assets	$ 150.6	$ 154.4
Other current liabilities	32.2	$ 31.2
Operating lease liabilities	116.4	120.9
Total operating lease liabilities	$ 148.6	$ 152.1
Weighted-average remaining lease term (in years)	7.3	7.6
Weighted-average discount rate	2.1 %	2.5 %

As of March 31, 2021, the maturities of the Company’s operating lease liabilities were as follows:

2021 (excluding the six months ended March 31, 2021)	$ 19.4
2022	34.2
2023	25.8
2024	17.6
2025	11.3
Thereafter	51.7
Total lease payments	160.0
Less: imputed interest	(11.4)
Total present value of lease payments	$ 148.6

Supplemental Consolidated Statement of Cash Flow information is as follows:

	Six Months Ended March 31,	
	2021	2020
Cash paid for amounts included in the measurement of operating lease liabilities	$ 21.0	$ 18.0
Operating lease right-of-use assets obtained in exchange for new operating lease liabilities	13.1	18.7

7. Intangible Assets and Goodwill

Intangible Assets

Intangible assets are stated at the lower of cost or fair value. With the exception of most trade names, intangible assets are amortized on a straight-line basis over periods ranging from three to 21 years, representing the period over which the Company expects to receive future economic benefits from these assets. The Company assesses the carrying value of most trade names annually, or more often if events or changes in circumstances indicate there may be an impairment.

The following tables summarize the carrying amounts and related accumulated amortization for intangible assets as of:

	March 31, 2021		September 30, 2020	
	Cost	Accumulated Amortization	Cost	Accumulated Amortization
Finite-lived assets:				
Trade names	$ 0.2	$ (0.2)	$ 0.2	$ (0.2)
Customer relationships	796.2	(173.4)	787.6	(151.8)
Technology, including patents	137.7	(57.0)	137.6	(51.0)
Software	65.4	(56.8)	65.6	(54.1)
Backlog	—	—	10.0	(10.0)
Other	—	—	0.1	(0.1)
	999.5	(287.4)	1,001.1	(267.2)
Indefinite-lived assets:				
Trade names	227.0	—	226.8	—
Total	$ 1,226.5	$ (287.4)	$ 1,227.9	$ (267.2)

The net change in intangible assets during the three and six months ended March 31, 2021 was driven primarily by normal amortization and foreign currency adjustments.

Goodwill

Goodwill is not amortized, but is subject to annual impairment tests. Goodwill has been assigned to reporting units within the reportable operating segments. The Company assesses the carrying value of goodwill annually, or more often if events or changes in circumstances indicate there may be impairment. Impairment testing is performed at a reporting unit level.

The following table summarizes the changes in the Company's goodwill, by reportable operating segment, for the six months ended March 31, 2021:

	Advanced Process Solutions	Molding Technology Solutions	Batesville	Total
Balance as of September 30, 2020	$ 485.1	$ 644.4	$ 8.3	$ 1,137.8
Acquisitions (1)	—	19.6	—	19.6
Foreign currency adjustments	(0.1)	8.6	—	8.5
Balance as of March 31, 2021	$ 485.0	$ 672.6	$ 8.3	$ 1,165.9

(1) See Note 4 for further information on the acquisition of Milacron.

Impairment assessment

Change in annual impairment assessment date

The Company has historically performed its annual goodwill and indefinite-lived asset impairment assessments at different times for each of its reporting units within the fiscal year (April 1st, May 31st and July 1st). During the second quarter of fiscal 2021, the Company voluntarily decided to change the dates of its annual impairment assessments of goodwill and indefinite-lived intangible assets so that the assessments for all of the Company's reporting units will occur on July 1st, the first day of the fourth quarter of the Company's fiscal year The change was made to more closely align the annual impairment assessment dates with the Company's annual planning and budgeting process, as well as its long-term planning and forecasting process for all reporting units. This change is also expected to provide more consistency in the application of our annual goodwill and indefinite-lived asset impairment assessments across each of the Company's reporting units. The Company has determined this voluntary change in accounting principle is preferable and will not affect the Consolidated Financial Statements. Pursuant to the authoritative accounting literature, in fiscal 2021, the Company will perform an impairment assessment as of the of the first day of its third fiscal quarter of 2021 (April 1st), and as of May 31st for one reporting unit, to ensure that the change in annual impairment assessment dates do not delay, accelerate or avoid an impairment charge. This change is not applied retrospectively as it is impractical to do so because retrospective application would require application of significant estimates and assumptions with the use of hindsight. Accordingly, the change will be applied prospectively.

Impairment recorded in the prior year

In connection with the preparation of the Consolidated Financial Statements for the three months ended March 31, 2020, an interim impairment assessment was performed for select reporting units within the Advanced Process Solutions and Molding Technology Solutions reportable operating segments as a result of certain triggering events and changes in circumstances discussed in detail below. Additionally, based on the macroeconomic factors discussed below, as well as the decline in the Company's common stock price during the three months ended March 31, 2020, the Company performed a qualitative review for all remaining reporting units and determined that those reporting units did not require an interim impairment test, as it was more likely than not that the current fair value of those reporting units exceeded their carrying value, based on their current and projected financial performance as well as the results of previous goodwill impairment tests.

For certain reporting units within the Advanced Process Solutions reportable operating segment, an interim impairment review was triggered in 2020 by the Company's decision to redirect its strategic investments as it focused on deleveraging following two major events within the six months ended March 31, 2020: (1) the continued evaluation of the Company's operations following the acquisition of Milacron completed on November 21, 2019, and (2) adverse macroeconomic conditions primarily driven by the COVID-19 pandemic. In connection with these events, the Company made the decision to limit its future strategic investment in its two reporting units in the flow control sector. The decision to limit future investment as well as the Company's updated forecasts, which considered the impact of the COVID-19 pandemic, reduced those reporting units' anticipated annual revenue growth rates and corresponding profitability and cash flows. The annual revenue growth rates utilized in the Company's fair value estimate were consistent with the reporting units' operating plans. As a result of the change to expected future cash flows, along with comparable fair value information, the Company concluded that the carrying value for these reporting units exceeded their fair value, resulting in goodwill impairment charges of $72.3 during the three and six months ended March 31, 2020. The pre-impairment goodwill balance for these reporting units was $95.2. Additionally, under the relief-from-royalty fair value method, the Company concluded that the carrying value of a trade name associated with one of these reporting units exceeded its fair value. As a result, an impairment charge of $0.7 was recorded for this trade name during the three and six months ended March 31, 2020. The pre-impairment balance for this trade name was $4.4.

For the reporting units within the Molding Technology Solutions reportable operating segment, an interim impairment review was triggered in 2020 by macroeconomic conditions primarily driven by the COVID-19 pandemic. Subsequent to the Company completing the acquisition of Milacron on November 21, 2019, the Company revised its forecasts for all reporting units within the Molding Technology Solution reportable operating segment due to the deterioration in the overall global economy as a result of the pandemic. As a result of the decline in forecasted net revenue, under the relief-from-royalty fair value method, the Company concluded that the carrying value of certain trade names and technology associated with these reporting units exceeded their fair value. As a result, impairment charges of $9.5 were recorded for these intangible assets during the three and six months ended March 31, 2020. The pre-impairment balance for these intangible assets was $125.0.

The impairment charges to goodwill and the identifiable intangible assets were nondeductible for tax purposes. The following table summarizes the impairment charges recorded by the Company during the three and six months ended March 31, 2020:

	Impairment Charges		
	Advanced Process Solutions	**Molding Technology Solutions**	**Total**
Goodwill	$ 72.3	$ —	$ 72.3
Trade names	0.7	7.9	8.6
Technology, including patents	—	1.6	1.6
Total	$ 73.0	$ 9.5	$ 82.5

Additionally, as a result of the Company's revised forecasts driven by the COVID-19 pandemic for all reporting units within the Molding Technology Solutions reportable operating segment, the Company performed an interim impairment review for these reporting units during the three months ended March 31, 2020 and determined that no impairment of goodwill occurred as a result of this triggering event.

The valuation used to test goodwill for impairment is dependent upon a number of significant estimates and assumptions, including macroeconomic conditions, growth rates, competitive activities, cost containment, achievement of synergy initiatives, margin expansion, and the Company's business plans. The Company believes these estimates and assumptions are reasonable.

However, future changes in the judgments, assumptions and estimates that are used in the impairment testing for goodwill, including discount and tax rates or future cash flow projections, could result in significantly different estimates of the fair values. As a result of these factors and the limited cushion (or headroom, as commonly referred) due to the recent acquisition of Milacron, goodwill for the reporting units within the Molding Technology Solutions reportable operating segment are more susceptible to impairment risk.

The Company is required to provide additional disclosures about fair value measurements as part of the Consolidated Financial Statements for each major category of assets and liabilities measured at fair value on a nonrecurring basis (including impairment assessments). Goodwill and intangible assets were valued using Level 3 inputs, which are unobservable by nature, and included internal estimates of future cash flows (income approach). Significant increases (decreases) in any of those unobservable inputs in isolation would result in a significantly higher (lower) fair value measurement.

The most significant assumptions used in the determination of the estimated fair value of the reporting units are the revenue and EBITDA growth rates (including terminal growth rates) and the discount rate. The terminal growth rate represents the rate at which the reporting unit is expected to grow beyond the shorter-term business planning period. The terminal growth rate utilized in the Company's fair value estimate is consistent with the reporting unit operating plans and approximates expected long-term category market growth rates and inflation. The discount rate, which is consistent with a weighted-average cost of capital that is likely to be expected by a market participant, is based upon industry required rates of return, including consideration of both debt and equity components of the capital structure. The discount rates may be impacted by adverse changes in the macroeconomic environment, specifically the COVID-19 pandemic, volatility in the equity and debt markets or other factors.

While the Company can implement and has implemented certain strategies to address the events discussed above, changes in operating plans or adverse changes in the future could reduce the underlying cash flows used to estimate reporting unit fair values and could result in a further decline in fair value that would trigger a future material impairment charge of the reporting units' goodwill balance.

During the three and six months ended March 31, 2021, the Company did not observe any triggering events or substantive changes in circumstances requiring the need for an interim impairment assessment.

8. Financing Agreements

The following table summarizes Hillenbrand's current and long-term debt as of the dates reported in the Consolidated Balance Sheets:

	March 31, 2021	September 30, 2020
$500.0 term loan (1)	$ —	$ 473.7
$400.0 senior unsecured notes (2)	395.3	394.8
$375.0 senior unsecured notes, net of discount (3)	371.1	370.8
$350.0 senior unsecured notes (4)	345.5	—
$225.0 term loan (5)	—	213.4
$100.0 Series A Notes (6)	99.8	99.7
$900.0 revolving credit facility (excluding outstanding letters of credit)	—	—
Other	0.2	0.2
Total debt	1,211.9	1,552.6
Less: current portion	—	36.3
Total long-term debt	$ 1,211.9	$ 1,516.3

(1) Includes unamortized debt issuance costs of $1.3 at September 30, 2020. This term loan was repaid in March 2021.
(2) Includes unamortized debt issuance costs of $4.7 and $5.2 at March 31, 2021 and September 30, 2020, respectively.
(3) Includes unamortized debt issuance costs of $3.4 and $3.7 at March 31, 2021 and September 30, 2020, respectively.
(4) Includes unamortized debt issuance costs of $4.5 at March 31, 2021.
(5) Includes unamortized debt issuance costs of $0.3 at September 30, 2020. This term loan was repaid in December 2020.
(6) Includes unamortized debt issuance costs of $0.2 and $0.3 at March 31, 2021 and September 30, 2020, respectively.

$350.0 senior unsecured notes

On March 3, 2021, the Company issued $350.0 of senior unsecured notes due March 2031 (the "2021 Notes"). The 2021 Notes were issued at par value and bear interest at a fixed rate of 3.75% per year, payable semi-annually in arrears beginning September 2021. Deferred financing costs associated with the 2021 Notes of $4.5 are being amortized to interest expense on a straight-line basis (which approximates the effective interest method) over the term of the 2021 Notes. The 2021 Notes are unsecured unsubordinated obligations of the Company and rank equally in right of payment with all other existing and future unsubordinated obligations.

Subject to certain limitations, in the event of a change of control repurchase event (as defined in the 2021 Notes), the Company will be required to make an offer to purchase the 2021 Notes at a price equal to 101% of the principal amount of the 2021 Notes, plus any accrued and unpaid interest to, but excluding, the date of repurchase. The Company may redeem the 2021 Notes at any time in whole, or from time to time in part, prior to March 1, 2026, at its option at the "make-whole" redemption price, as described in the Indenture. The Company may also redeem the 2021 Notes at any time in whole, or from time to time in part, on or after March 1 of the relevant year listed, as follows: 2026 at a redemption price of 101.875%; 2027 at a redemption price of 101.250%; 2028 at a redemption price of 100.625%; and 2029 and thereafter at a redemption price of 100.000%. At any time prior to March 1, 2024, the Company may redeem up to 40% of the aggregate principal amount of the 2021 Notes with the proceeds of one or more Equity Offerings (as defined in the Indenture) at a redemption price of 103.750% of the principal amount of the 2021 Notes being redeemed. In each of the above cases, the Company will also pay any accrued and unpaid interest to, but excluding, the applicable redemption date.

Financing for Milacron Acquisition

Upon completing the acquisition of Milacron on November 21, 2019, Hillenbrand incurred borrowings under its two term loans in aggregate principal amounts of $500.0 and $225.0 (the "Term Loan Facilities"), which are provided for under the Company's Third Amended and Restated Credit Agreement dated August 28, 2019 and subsequently amended on October 8, 2019, January 10, 2020, May 29, 2020, and February 2, 2021 (as amended, the "Credit Agreement"). During the six months ended March 31, 2021, the Company repaid the $225.0 and $500.0 term loans in full with a combination of cash on hand and borrowings from its revolving credit facility.

For the three and six months ended March 31, 2021, the weighted average interest rates were 2.51% and 2.65%, respectively, for the $500.0 term loan. For the six months ended March 31, 2021, the weighted average interest rate was 2.63% for the $225.0 term loan.

In addition to the Term Loan Facilities, Hillenbrand incurred $650.0 of borrowings from its revolving credit facility under the Credit Agreement (the "Revolver") at the closing of the Milacron acquisition. These borrowings along with the $375.0 of senior unsecured notes issued during the year ended September 30, 2019, were used to pay a portion of the cash consideration in connection with the acquisition of Milacron and fees and expenses related to the acquisition, and to repay certain indebtedness of Milacron and its subsidiaries upon closing the acquisition.

With respect to the Revolver, the Company has made net repayments since the closing date of the acquisition of Milacron, resulting in no outstanding balance as of March 31, 2021 and September 30, 2020. As of March 31, 2021, the Company had $7.4 in outstanding letters of credit issued and $892.6 of maximum borrowing capacity under the Revolver. All of this borrowing capacity was immediately available based on the Company's most restrictive covenant at March 31, 2021. The weighted-average interest rates on borrowings under the Revolver were 2.21% and 2.28% for the three and six months ended March 31, 2021, respectively, and 2.84% and 2.88% for the same periods in the prior year, respectively. The weighted average facility fee was 0.24% and 0.27% for the three and six months ended March 31, 2021, respectively, and 0.25% and 0.21% for the same periods in the prior year, respectively.

Other credit arrangements

In the normal course of business, operating companies within the Advanced Process Solutions reportable segment provide to certain customers bank guarantees and other credit arrangements in support of performance, warranty, advance payment, and other contractual obligations. This form of trade finance is customary in the industry and, as a result, the Company maintains adequate capacity to provide the guarantees. As of March 31, 2021, the Company had credit arrangements totaling $418.7, under which $208.3 was used for guarantees. These arrangements include the Company's Syndicated Letter of Guarantee Facility (as amended, the "L/G Facility Agreement") and other ancillary credit facilities.

Covenants related to current financing agreements

The Credit Agreement, the L/G Facility Agreement, and the Private Shelf Agreement dated as of December 16, 2012 (as amended, the “Shelf Agreement”) among the Company, Prudential Investment Management, Inc and each Prudential Affiliate (as defined therein) that became a purchaser thereunder, contain the following financial covenants for the current quarter: a maximum leverage ratio (as defined in the agreements) of 4.75 to 1.00 and a minimum ratio of EBITDA (as defined in the agreements) to interest expense of 3.00 to 1.00. Additionally, the Credit Agreement, the L/G Facility Agreement, and the Shelf Agreement provide the Company with the ability to sell assets and to incur debt at its international subsidiaries under certain conditions.

All obligations of the Company arising under the Credit Agreement, the $400.0 of senior unsecured notes due June 2025 (the “2020 Notes”), $375.0 of senior unsecured notes due September 2026 (the “2019 Notes”), and 2021 Notes, the $100.0 in 4.60% Series A unsecured notes (“Series A Notes”), and the L/G Facility Agreement are fully and unconditionally, and jointly and severally, guaranteed by certain of the Company’s domestic subsidiaries.

The Credit Agreement, the L/G Facility Agreement, and the Shelf Agreement each contain certain other customary covenants, representations and warranties and events of default. The indentures governing the 2019 Notes, 2020 Notes, and 2021 Notes do not limit the Company’s ability to incur additional indebtedness. They do, however, contain certain covenants that restrict the Company’s ability to incur secured debt and to engage in certain sale and leaseback transactions. The indentures also contain customary events of default. The indentures provide holders of the senior unsecured notes with remedies if the Company fails to perform specific obligations. As of March 31, 2021, Hillenbrand was in compliance with all covenants and there were no events of default.

9. Retirement Benefits

Defined Benefit Plans

Components of net periodic pension (benefit) cost included in the Consolidated Statements of Operations were as follows:

	U.S. Pension Benefits Three Months Ended March 31,		Non-U.S. Pension Benefits Three Months Ended March 31,	
	2021	2020	2021	2020
Service costs	$ 0.1	$ 0.3	$ 0.5	$ 0.5
Interest costs	1.4	2.0	0.1	0.1
Expected return on plan assets	(2.7)	(3.2)	(0.2)	(0.2)
Amortization of net loss	0.6	1.2	0.8	0.9
Net periodic pension (benefit) cost	$ (0.6)	$ 0.3	$ 1.2	$ 1.3

	U.S. Pension Benefits Six Months Ended March 31,		Non-U.S. Pension Benefits Six Months Ended March 31,	
	2021	2020	2021	2020
Service costs	$ 0.3	$ 0.7	$ 1.0	$ 1.1
Interest costs	2.9	4.0	0.3	0.3
Expected return on plan assets	(5.4)	(6.4)	(0.4)	(0.3)
Amortization of net loss	1.1	2.4	1.5	1.3
Net periodic pension (benefit) cost	$ (1.1)	$ 0.7	$ 2.4	$ 2.4

Defined Contribution Plans

Expenses related to the Company’s defined contribution plans were $2.9 and $6.6 for the three and six months ended March 31, 2021, respectively, and $3.8 and $7.1 for the same periods in the prior year, respectively.

10. Income Taxes

The effective tax rates for the three months ended March 31, 2021 and 2020 were 27.8% and (2.6)%, respectively. The difference in the effective tax rate in the three months ended March 31, 2021, relative to the federal statutory tax rate of 21%, was primarily attributable to an unfavorable geographic mix of pretax income. Additionally, the increase in the effective tax rate in the three months ended March 31, 2021, compared to the three months ended March 31, 2020, was driven by the impact that the tax gain on the divestiture of ABEL and the utilization of tax loss carryforwards had on foreign tax credit determinations related to foreign income inclusions, the recognition of deferred taxes on accumulated earnings of foreign subsidiaries, and the discrete recognition of the tax effect of functional currency fluctuations. The negative effective tax rate in the three months ended March 31, 2020 was due to the net loss position and the discrete recognition of tax expense on the divestiture of Cimcool, which was partially offset by the tax benefit recognized from the revaluation of current and deferred tax balances in connection with the enacted statutory tax rate reductions in certain foreign jurisdictions.

The effective tax rates for the six months ended March 31, 2021 and 2020 were 28.3% and 12.7%, respectively. The difference in the effective tax rate in the six months ended March 31, 2021 relative to the federal statutory tax rate of 21%, was primarily attributable to an unfavorable geographic mix of pretax income. Additionally, the increase in the effective tax rate in the six months ended March 31, 2021, compared to the six months ended March 31, 2020, was driven by the impact that the tax loss on the divestiture of Red Valve, the tax gain on the divestiture of Abel, and the utilization of tax loss carryforwards had on foreign tax credit determinations related to foreign income inclusions. The effective tax rate was negatively impacted by the recognition of deferred taxes on accumulated earnings of foreign subsidiaries, and the discrete recognition of the tax effect of functional currency fluctuations. The negative effective tax rate in the six months ended March 31, 2020 was due to the net loss position and the discrete recognition of tax expense on the divestiture of Cimcool which was partially offset by the tax benefit recognized from the revaluation of current and deferred tax balances in connection with the enacted statutory tax rate reductions in certain foreign jurisdictions.

The acquisition of Milacron was completed during the quarter ended December 31, 2019, through the merger of a wholly-owned Hillenbrand subsidiary with and into Milacron, resulting in 100% ownership of Milacron common stock that was issued and outstanding after the acquisition. In connection with the acquisition, the Company recorded a deferred tax asset of $5.9 and a deferred tax liability of $139.0 associated with the difference between the financial accounting basis and the tax basis in the acquired assets and liabilities assumed. Included in the acquired deferred taxes were deferred tax assets for the carryforward of Milacron’s tax net operating losses from federal, state, and foreign tax jurisdictions of $65.5, which were partially offset by the recognition of preliminary valuation allowances of $22.0 related to the estimated realizability of these items. The utilization of the acquired U.S. federal and state net operating losses to reduce Hillenbrand’s taxable income will be limited annually under Section 382 of the Internal Revenue Code. The annual Section 382 limitation is $39.6 until the net operating losses are utilized.

11. Earnings per share

The dilutive effects of performance-based stock awards were included in the computation of diluted earnings per share at the level the related performance criteria were met through the respective balance sheet date. Potential dilutive effects, representing approximately 400,000 shares at both March 31, 2021 and 2020, were excluded from the computation of diluted earnings per share as the related performance criteria were not yet met, although the Company expects to meet various levels of criteria in the future.

	Three Months Ended March 31, 2021	Three Months Ended March 31, 2020	Six Months Ended March 31, 2021	Six Months Ended March 31, 2020
Net income (loss) attributable to Hillenbrand	$ 78.1	$ (74.0)	$ 154.5	$ (77.1)
Weighted-average shares outstanding (basic - in millions)[1]	75.5	75.1	75.4	71.7
Effect of dilutive stock options and other unvested equity awards (in millions)[2]	0.7	—	0.4	—
Weighted-average shares outstanding (diluted - in millions)	76.2	75.1	75.8	71.7
Basic earnings (loss) per share	$ 1.04	$ (0.99)	$ 2.05	$ (1.07)
Diluted earnings (loss) per share	$ 1.03	$ (0.99)	$ 2.04	$ (1.07)
Shares with anti-dilutive effect excluded from the computation of diluted earnings per share (in millions)	0.5	3.1	0.8	2.8

(1) The increase in weighted-average shares outstanding during the six months ended March 31, 2021 was due to 11.9 million of additional shares issued on November 21, 2019 in connection with the acquisition of Milacron. See Note 4 for further information.

(2) As a result of the net loss attributable to Hillenbrand during the three and six months ended March 31, 2020, the effect of stock options and other unvested equity awards would be antidilutive. In accordance with GAAP, they have been excluded from the diluted earnings per share calculation.

12. Accumulated Other Comprehensive Loss

The following tables summarize the changes in the accumulated balances for each component of accumulated other comprehensive loss:

	Pension and Postretirement	Currency Translation	Net Unrealized Gain (Loss) on Derivative Instruments	Total Attributable to Hillenbrand, Inc.	Noncontrolling Interests	Total
Balance at September 30, 2020	$ (69.6)	$ (21.1)	$ (12.1)	$ (102.8)		
Other comprehensive income before reclassifications:						
Before tax amount	—	14.0	0.5	14.5	$ 0.1	$ 14.6
Tax expense	—	—	(0.2)	(0.2)	—	(0.2)
After tax amount	—	14.0	0.3	14.3	0.1	14.4
Amounts reclassified from accumulated other comprehensive loss [1]	1.8	—	0.9	2.7	—	2.7
Net current period other comprehensive income	1.8	14.0	1.2	17.0	$ 0.1	$ 17.1
Balance at March 31, 2021	$ (67.8)	$ (7.1)	$ (10.9)	$ (85.8)		

(1) Amounts are net of tax.

	Pension and Postretirement	Currency Translation	Net Unrealized Gain (Loss) on Derivative Instruments	Total Attributable to Hillenbrand, Inc.	Noncontrolling Interests	Total
Balance at September 30, 2019	$ (62.3)	$ (64.7)	$ (13.6)	$ (84.2)		
Other comprehensive loss before reclassifications:						
Before tax amount	—	(12.3)	(3.0)	(15.3)	$ (0.6)	$ (15.9)
Tax benefit	—	—	0.6	0.6	—	0.6
After tax amount	—	(12.3)	(2.4)	(14.7)	(0.6)	(15.3)
Amounts reclassified from accumulated other comprehensive loss (1)	2.5	—	0.5	3.0	—	3.0
Net current period other comprehensive income (loss)	2.5	(12.3)	(1.9)	(11.7)	$ (0.6)	$ (12.3)
Reclassification of certain income tax effects (2)	(6.0)	—	—	(6.0)		
Balance at March 31, 2020	$ (65.8)	$ (77.0)	$ (15.5)	$ (158.3)		

(1) Amounts are net of tax.
(2) Income tax effects of the Tax Act were reclassified from accumulated other comprehensive loss to retained earnings due to the adoption of ASU 2018-02. See Note 2 for more information.

Reclassifications out of accumulated other comprehensive loss include:

	Three Months Ended March 31, 2021			
	Amortization of Pension and Postretirement (1)			
	Net Loss Recognized	Prior Service Costs Recognized	(Gain) Loss on Derivative Instruments	Total
Affected Line in the Consolidated Statement of Operations:				
Net revenue	$ —	$ —	$ 0.2	$ 0.2
Cost of goods sold	—	—	(0.3)	(0.3)
Other income (expense), net	1.2	(0.1)	0.5	1.6
Total before tax	$ 1.2	$ (0.1)	$ 0.4	$ 1.5
Tax expense				(0.4)
Total reclassifications for the period, net of tax				$ 1.1

	Six Months Ended March 31, 2021			
	Amortization of Pension and Postretirement (1)			
	Net Loss Recognized	Prior Service Costs Recognized	(Gain) Loss on Derivative Instruments	Total
Affected Line in the Consolidated Statement of Operations:				
Net revenue	$ —	$ —	$ 0.2	$ 0.2
Cost of goods sold	—	—	(0.3)	(0.3)
Other income (expense), net	2.5	(0.1)	1.0	3.4
Total before tax	$ 2.5	$ (0.1)	$ 0.9	$ 3.3
Tax expense				(0.6)
Total reclassifications for the period, net of tax				$ 2.7

(1) These accumulated other comprehensive loss components are included in the computation of net periodic pension cost (see Note 9).

	Three Months Ended March 31, 2020			
	Amortization of Pension and Postretirement [1]		Gain (Loss) on	
	Net Loss Recognized	Prior Service Costs Recognized	Derivative Instruments	Total
Affected Line in the Consolidated Statement of Operations:				
Net revenue	$ —	$ —	$ (0.3)	$ (0.3)
Cost of goods sold	—	—	(0.2)	(0.2)
Other income (expense), net	1.9	(0.1)	0.5	2.3
Total before tax	$ 1.9	$ (0.1)	$ —	$ 1.8
Tax expense				(0.3)
Total reclassifications for the period, net of tax				$ 1.5

	Six Months Ended March 31, 2020			
	Amortization of Pension and Postretirement [1]		Loss (Gain) on	
	Net Loss Recognized	Prior Service Costs Recognized	Derivative Instruments	Total
Affected Line in the Consolidated Statement of Operations:				
Net revenue	$ —	$ —	$ (0.2)	$ (0.2)
Cost of goods sold	—	—	(0.4)	(0.4)
Other income (expense), net	3.5	(0.1)	1.0	4.4
Total before tax	$ 3.5	$ (0.1)	$ 0.4	$ 3.8
Tax expense				(0.8)
Total reclassifications for the period, net of tax				$ 3.0

[1] These accumulated other comprehensive loss components are included in the computation of net periodic pension cost (see Note 9).

13. Share-Based Compensation

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Share-based compensation costs	$ 6.2	$ 3.4	$ 10.4	$ 5.7
Less impact of income tax benefit	1.4	0.8	2.4	1.3
Share-based compensation costs, net of tax	$ 4.8	$ 2.6	$ 8.0	$ 4.4

The Company has share-based compensation with long-term performance-based metrics that are contingent upon the Company's relative total shareholder return and the creation of shareholder value. Relative total shareholder return is determined by comparing the Company's total shareholder return during a three-year period to the respective total shareholder returns of companies in a designated performance peer group or stock index, as applicable. Creation of shareholder value is measured by the cumulative cash returns and final period net operating profit after tax compared to the established hurdle rate over a three-year period. For the performance-based awards contingent upon the creation of shareholder value, compensation expense is adjusted each quarter based upon actual results to date and any changes to forecasted information on each of the separate grants.

During the six months ended March 31, 2021, the Company made the following grants:

	Number of Units
Time-based stock awards	315,235
Performance-based stock awards (maximum that can be earned)	364,798

The Company's time-based stock awards and performance-based stock awards granted during the six months ended March 31, 2021 had weighted-average grant date fair values of $38.03 and $44.39, respectively. Included in the performance-based stock awards granted during the six months ended March 31, 2021 are 214,092 units whose payout level is based upon the Company's relative total shareholder return over the three-year measurement period, as described above. These units will be expensed on a straight-line basis over the measurement period and are not subsequently adjusted after the grant date.

14. Other Income, Net

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Interest income	$ 1.0	$ 0.6	$ 1.6	$ 1.9
Foreign currency exchange gain, net	$ —	$ 1.8	$ 0.4	$ 1.9
Other, net	$ —	$ (0.1)	$ (1.4)	$ 0.4
Other income, net	$ 1.0	$ 2.3	$ 0.6	$ 4.2

15. Commitments and Contingencies

Like most companies, Hillenbrand is involved from time to time in claims, lawsuits, and government proceedings relating to its operations, including environmental, patent infringement, business practices, commercial transactions, product and general liability, workers' compensation, auto liability, employment, and other matters. The ultimate outcome of these matters cannot be predicted with certainty. An estimated loss from these contingencies is recognized when the Company believes it is probable that a loss has been incurred and the amount of the loss can be reasonably estimated; however, it is difficult to measure the actual loss that might be incurred related to these matters. If a loss is not considered probable and/or cannot be reasonably estimated, the Company is required to make a disclosure if there is at least a reasonable possibility that a significant loss may have been incurred. Legal fees associated with claims and lawsuits are generally expensed as incurred.

Claims covered by insurance have in most instances deductibles and self-funded retentions up to $0.5 per occurrence or per claim, depending upon the type of coverage and policy period. For auto, workers' compensation, and general liability claims in the U.S., outside insurance companies and third-party claims administrators generally assist in establishing individual claim reserves. An independent outside actuary provides estimates of ultimate projected losses, including incurred but not reported claims, which are used to establish reserves for losses. For all other types of claims, reserves are established based upon advice from internal and external counsel and historical settlement information for claims when such amounts are considered probable of payment.

The liabilities recorded represent the best estimate of costs that the Company will incur in relation to such exposures, but it is possible that actual costs will differ from those estimates.

16. Fair Value Measurements

Fair value is defined as the exit price, or the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as of the measurement date. The authoritative guidance establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are from sources independent of the Company. Unobservable inputs reflect the Company's assumptions about the factors market participants would use in valuing the asset or liability, developed based upon the best information available in the circumstances. The categorization of financial assets and liabilities within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The hierarchy is broken down into three levels:

Level 1:	Inputs are quoted prices in active markets for identical assets or liabilities.
Level 2:	Inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, and inputs (other than quoted prices) that are observable for the asset or liability, either directly or indirectly.
Level 3:	Inputs are unobservable for the asset or liability.

	Carrying Value at March 31, 2021	Fair Value at March 31, 2021 Using Inputs Considered as:		
		Level 1	Level 2	Level 3
Assets:				
Cash and cash equivalents	$ 344.9	$ 344.9	$ —	$ —
Investments in rabbi trust	3.8	3.8	—	—
Derivative instruments	3.3	—	3.3	—
Liabilities:				
2020 Notes	400.0	429.4	—	—
2019 Notes	374.5	412.5	—	—
2021 Notes	350.0	341.6	—	—
Series A Notes	100.0	—	106.7	—
Derivative instruments	1.9	—	1.9	—

	Carrying Value at September 30, 2020	Fair Value at September 30, 2020 Using Inputs Considered as:		
		Level 1	Level 2	Level 3
Assets:				
Cash and cash equivalents	$ 302.2	$ 302.2	$ —	$ —
Investments in rabbi trust	3.9	3.9	—	—
Derivative instruments	2.6	—	2.6	—
Liabilities:				
$500.0 term loan	475.0	—	475.0	—
2020 Notes	400.0	429.0	—	—
2019 Notes	374.5	409.0	—	—
$225.0 term loan	213.7	—	213.7	—
Series A Notes	100.0	—	105.3	—
Derivative instruments	1.6	—	1.6	—

Valuation Techniques

- Cash and cash equivalents and investments in rabbi trust are classified within Level 1 of the fair value hierarchy. Financial instruments classified as Level 1 are based on quoted market prices in active markets. The types of financial instruments the Company classifies within Level 1 include most bank deposits, money market securities, and publicly traded mutual funds. The Company does not adjust the quoted market price for such financial instruments.
- The Company estimates the fair value of foreign currency derivatives using industry accepted models. The significant Level 2 inputs used in the valuation of derivatives include spot rates, forward rates, and volatility. These inputs were obtained from pricing services, broker quotes, and other sources.
- The fair value of the amounts under the Term Loan Facilities approximated carrying value, as the Company believed their variable interest rate terms corresponded to current market terms.
- The fair values of the Series A Notes were estimated based on internally-developed models, using current market interest rate data for similar issues, as there is no active market for the Series A Notes.
- The fair values of the 2021 Notes, 2020 Notes, and 2019 Notes were based on quoted prices in active markets.

Derivative instruments

The Company has hedging programs in place to manage its currency exposures. The objectives of the Company's hedging programs are to mitigate exposures in gross margin and non-functional-currency-denominated assets and liabilities. Under these programs, the Company uses derivative financial instruments to manage the economic impact of fluctuations in currency exchange rates. These include foreign currency exchange forward contracts, which generally have terms up to 24 months. The aggregate notional value of derivatives was $226.5 and $232.8 at March 31, 2021 and September 30, 2020, respectively. The derivatives are recorded at fair value primarily in other current assets and other current liabilities in the Consolidated Balance Sheets.

17. Segment and Geographical Information

The Company currently conducts operations through three reportable operating segments: Advanced Process Solutions, Molding Technology Solutions, and Batesville. The Company's operating segments maintain separate financial information for which results of operations are evaluated on a regular basis by the Company's chief operating decision maker in deciding how to allocate resources and in assessing performance.

The Company records the direct costs of business operations to the reportable operating segments, including stock-based compensation, asset impairments, restructuring activities, and business acquisition costs. Corporate provides management and administrative services to each reportable operating segment. These services include treasury management, human resources, legal, business development, and other public company support functions such as internal audit, investor relations, financial reporting, and tax compliance. With limited exception for certain professional services and back-office and technology costs, the Company does not allocate these types of corporate expenses to the reportable operating segments.

The following tables present financial information for the Company's reportable operating segments and significant geographical locations:

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Net revenue				
Advanced Process Solutions	$ 301.3	$ 311.1	$ 592.1	$ 617.7
Molding Technology Solutions	255.0	199.0	491.9	332.3
Batesville	166.0	138.8	330.8	265.8
Total	$ 722.3	$ 648.9	$ 1,414.8	$ 1,215.8
Adjusted EBITDA (1)				
Advanced Process Solutions	$ 55.7	$ 57.5	$ 104.2	$ 109.0
Molding Technology Solutions	50.8	31.9	99.2	58.2
Batesville	44.6	32.0	96.9	55.0
Corporate	(16.8)	(10.8)	(28.0)	(19.7)
Net revenue (2)				
United States	$ 343.1	$ 299.7	$ 671.8	$ 581.7
Germany	32.4	45.4	66.7	81.2
China	114.9	70.3	226.8	127.3
India	47.0	33.8	88.5	68.1
All other countries	184.9	199.7	361.0	357.5
Total	$ 722.3	$ 648.9	$ 1,414.8	$ 1,215.8

(1) Adjusted EBITDA is a non-GAAP measure used by management to measure segment performance and make operating decisions. See the Operating Performance Measures section of Management's Discussion and Analysis for further information on adjusted EBITDA, which is reconciled to consolidated net income (loss) below.

(2) The Company attributes net revenue to a geography based upon the location of the end customer. Previously, the Company attributed net revenue to a geography based upon the location of the business that consummates the external sale for purpose of this disclosure. As such, the net revenue figures for the three and six months ended March 31, 2020, have been revised to conform to the current year methodology.

	March 31, 2021	September 30, 2020
Total assets		
Advanced Process Solutions	$ 1,545.6	$ 1,666.5
Molding Technology Solutions	2,065.4	2,032.4
Batesville	230.6	225.3
Corporate	75.5	63.2
Total	$ 3,917.1	$ 3,987.4
Tangible long-lived assets, net		
United States	$ 169.5	$ 182.4
Germany	112.6	110.4
China	53.0	54.2
All other countries	111.9	121.6
Total	$ 447.0	$ 468.6

The following schedule reconciles reportable operating segment adjusted EBITDA to consolidated net income (loss):

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Adjusted EBITDA:				
Advanced Process Solutions	$ 55.7	$ 57.5	$ 104.2	$ 109.0
Molding Technology Solutions	50.8	31.9	99.2	58.2
Batesville	44.6	32.0	96.9	55.0
Corporate	(16.8)	(10.8)	(28.0)	(19.7)
Less:				
Interest income	(1.0)	(0.6)	(1.6)	(1.9)
Interest expense	19.5	20.9	40.7	35.6
Income tax expense (benefit)	30.4	1.8	61.7	(10.6)
Depreciation and amortization	28.3	38.6	57.6	64.5
Impairment charges	—	82.5	—	82.5
Business acquisition, disposition, and integration costs	9.7	8.0	18.8	61.8
Restructuring and restructuring-related charges	2.2	0.7	3.7	3.1
Inventory step-up	—	27.5	—	37.1
(Gain) loss on divestitures	(34.1)	3.0	(65.7)	3.0
Other	0.3	0.4	0.4	0.4
Consolidated net income (loss)	$ 79.0	$ (72.2)	$ 156.7	$ (73.0)

18. Restructuring

The following schedule details the restructuring charges by reportable operating segment and the classification of those charges in the Consolidated Statements of Operations.

	Three Months Ended March 31, 2021			Three Months Ended March 31, 2020		
	Cost of goods sold	Operating expenses	Total	Cost of goods sold	Operating expenses	Total
Advanced Process Solutions	$ 0.2	$ 0.8	$ 1.0	$ —	$ 0.3	$ 0.3
Molding Technology Solutions	1.2	0.4	1.6	(0.2)	0.4	0.2
Batesville	—	0.1	0.1	—	0.1	0.1
Corporate	—	0.5	0.5	—	0.7	0.7
Total	$ 1.4	$ 1.8	$ 3.2	$ (0.2)	$ 1.5	$ 1.3

	Six Months Ended March 31, 2021			Six Months Ended March 31, 2020		
	Cost of goods sold	Operating expenses	Total	Cost of goods sold	Operating expenses	Total
Advanced Process Solutions	$ 0.8	$ 1.7	$ 2.5	$ 0.7	$ 1.2	$ 1.9
Molding Technology Solutions	1.3	0.7	2.0	(0.2)	1.2	1
Batesville	—	0.3	0.3	0.1	0.4	0.5
Corporate	—	0.7	0.7	—	1	1
Total	$ 2.1	$ 3.4	$ 5.5	$ 0.6	$ 3.8	$ 4.4

The restructuring charges during the three and six months ended March 31, 2021 and 2020 related primarily to severance costs. The severance costs within the Molding Technology Solutions reportable operating segment and corporate were primarily related to the ongoing integration of Milacron. At March 31, 2021, $3.9 of restructuring costs were accrued and expected to be paid over the next twelve months.

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

(financial amounts in millions, except share and per share data, throughout Management's Discussion and Analysis)

FORWARD-LOOKING STATEMENTS AND FACTORS THAT MAY AFFECT FUTURE RESULTS

Throughout this Form 10-Q, we make a number of "forward-looking statements" that are within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), Section 21E of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995, and that are intended to be covered by the safe harbor provided under these sections. As the words imply, these are statements about future sales, earnings, cash flow, results of operations, uses of cash, financings, share repurchases, ability to meet deleveraging goals, and other measures of financial performance or potential future plans or events, strategies, objectives, beliefs, prospects, assumptions, expectations, and projected costs or savings or transactions of the Company that might or might not happen in the future, as contrasted with historical information. Forward-looking statements are based on assumptions that we believe are reasonable, but by their very nature are subject to a wide range of risks. If our assumptions prove inaccurate or unknown risks and uncertainties materialize, actual results could vary materially from Hillenbrand's expectations and projections.

Accordingly, in this Form 10-Q, we may say something like:

"We expect that future revenue associated with the Advanced Process Solutions and Molding Technology Solutions reportable operating segments will be influenced by order backlog."

That is a forward-looking statement, as indicated by the word "expect" and by the clear meaning of the sentence.

Other words that could indicate we are making forward-looking statements include:

intend	believe	plan	expect	may	goal	would	project
become	pursue	estimate	will	forecast	continue	could	anticipate
target	encourage	promise	improve	progress	potential	should	impact

This is not an exhaustive list, but is intended to give you an idea of how we try to identify forward-looking statements. The absence of any of these words, however, does not mean that the statement is not forward-looking.

Here is the key point: Forward-looking statements are not guarantees of future performance, and our actual results could differ materially from those set forth in any forward-looking statements.

Any number of factors, many of which are beyond our control, could cause our performance to differ significantly from what is described in the forward-looking statements. This includes risks related to the ongoing COVID-19 pandemic and the societal, governmental, and individual responses thereto, including supply chain disruptions; loss of contracts and/or customers; erosion of some customers' credit quality; downgrades of the Company's credit quality; closure or temporary interruption of the Company's or suppliers' manufacturing facilities; travel, shipping and logistical disruptions; loss of human capital or personnel, and general economic calamities, in addition to a variety of risks related to our integration of Milacron. Shareholders, potential investors, and other readers are urged to consider these risks and uncertainties in evaluating forward-looking statements and are cautioned not to place undue reliance on the forward-looking statements. For a discussion of factors that could cause actual results to differ from those contained in forward-looking statements, see the discussions under the heading "Risk Factors" in Item 1A of Part I of the Company's Form 10-K filed with the SEC on November 12, 2020, and in Item 1A of Part II of this Form 10-Q, as well as other risks and uncertainties detailed in our other filings with the SEC from time to time. The forward-looking information in this Form 10-Q speaks only as of the date covered by this report, and we assume no obligation to update or revise any forward-looking statements.

EXECUTIVE OVERVIEW

Hillenbrand is a global diversified industrial company with multiple leading brands that serve a wide variety of industries around the world. Hillenbrand's portfolio is composed of three reportable operating segments: Advanced Process Solutions, Molding Technology Solutions, and Batesville®. Advanced Process Solutions designs, develops, manufactures, and services highly engineered industrial equipment around the world. Molding Technology Solutions is a global leader in highly engineered and customized systems in plastic technology and processing. Batesville is a recognized leader in the death care industry in North America.

We strive to provide superior return for our shareholders, exceptional value for our customers, great professional opportunities for our employees, and to be responsible to our communities through deployment of the HOM. The HOM is a consistent and repeatable framework designed to produce sustainable and predictable results. The HOM describes our mission, vision, values, and mindset as leaders; applies our management practices in Strategy Management, Segmentation, Lean, Talent Development, and Acquisitions; and prescribes three steps (Understand, Focus, and Grow) designed to make our businesses both bigger and better. Our goal is to continue developing Hillenbrand as a world-class global diversified industrial company through the deployment of the HOM.

Our strategy is to leverage our historically strong financial foundation and the implementation of the HOM to deliver sustainable profit growth, revenue expansion, and substantial free cash flow and then reinvest available cash in new growth initiatives that are focused on building platforms with leadership positions in our core markets and near adjacencies, both organically and inorganically, in order to create shareholder value.

During the three and six months ended March 31, 2021, the following operational decisions and economic developments had an impact on our current and future cash flows, results of operations, and financial position.

COVID-19 Impact

The COVID-19 pandemic has impacted and is continuing to impact Hillenbrand very differently by business, geography, and function. The scope and nature of these impacts continue to evolve, sometimes rapidly. It is difficult to quantify the complete impact for 2021 or beyond, but the actions being undertaken to reduce the severity and spread of COVID-19 are currently creating disruptions, and are likely to continue to create significant disruptions, with respect to consumer demand, our ability to continue to manufacture products, and the reliability and sufficiency of our supply chain.

We cannot reasonably estimate the duration, spread, or severity of the COVID-19 pandemic; however, as a result of the current circumstances, we expect to continue to experience an adverse impact during 2021 within our Advanced Process Solutions reportable operating segment, including the potential for impairment of certain intangible and other long-lived assets. Should these conditions continue further into 2021 or beyond for Advanced Process Solutions and Molding Technology Solutions reportable operating segments, or should the severity of COVID-19 increase, the Company would similarly expect an adverse impact on its net revenue, results of operations, and cash flows, depending upon the severity and length of time such conditions persist. The COVID-19 pandemic has had a favorable impact on the Batesville reportable operating segment's net revenue, results of operations, and cash flows. However, given the ongoing and dynamic nature of COVID-19, we are currently not able to predict the extent and duration of the impact for the remainder of fiscal 2021 or the potential negative impact that the estimated increase in deaths in North America due to the COVID-19 pandemic will have on future deaths when the pandemic has subsided. The timing and effectiveness of further vaccine development and rollout, in addition to variants of the virus, could also have a significant impact on the Company's consolidated net revenue, results of operations, and cash flows during the remainder of fiscal 2021 and beyond.

We continue to take actions intended to help minimize the risk to our company, employees, customers, and the communities in which we operate, as well as to lessen the financial impact on the business while protecting our ability to continue to generate profitable growth over the long-term. For information regarding these actions, see the discussion under Part 1, Item 7 Management's Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report on Form 10-K for the year ended September 30, 2020. We continue to believe the Company has sufficient liquidity to operate in the current business environment as a result of these actions.

Employee Safety and Health

We have implemented a number of employee safety measures across our plants and other locations in an attempt to contain the spread of COVID-19. For information regarding these measures, see the discussion under Part 1, Item 7 Management's Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report on Form 10-K for the year ended September 30, 2020.

Divestiture of Red Valve

On December 31, 2020, the Company completed the divestiture of Red Valve to DeZURIK, Inc. in a transaction valued at $63.0, subject to customary post-closing adjustments. The sale included cash proceeds received at closing of $59.4, including working capital adjustments, and a $5.0 note receivable, included within other long-term assets on the Consolidated Balance Sheet. The sale follows the Company's previously announced intent to exit Red Valve, and Red Valve was classified as held for sale at September 30, 2020.

As a result of the sale, the Company recorded a pre-tax gain of $31.6 in the Consolidated Statement of Operations during the six months ended March 31, 2021. The related tax effect resulted in tax expense of $3.8 and was included within income tax expense in the Consolidated Statement of Operations during the six months ended March 31, 2021. The Company incurred $2.9 of transaction costs associated with the sale during the six months ended March 31, 2021, which were recorded within operating expenses in the Consolidated Statements of Operations. Red Valve's results of operations were included within the Advanced Process Solutions reportable operating segment until the completion of the sale on December 31, 2020.

Divestiture of ABEL

On March 10, 2021, the Company completed the divestiture of ABEL to IDEX Corporation in a transaction valued at $103.5, subject to customary post-closing adjustments. The sale included cash proceeds received at closing of $106.3, including working capital adjustments. The sale follows the Company's previously announced intent to exit ABEL, and ABEL was classified as held for sale at September 30, 2020.

As a result of the sale, the Company recorded a pre-tax gain of $34.1 in the Consolidated Statement of Operations during the three and six months ended March 31, 2021. The related tax effect resulted in tax expense of $6.7 and was included within income tax expense in the Consolidated Statement of Operations during the three and six months ended March 31, 2021. The Company incurred $3.0 and $3.8 of transaction costs associated with the sale during the three and six months ended March 31, 2021, which were recorded within operating expenses in the Consolidated Statements of Operations. ABEL's results of operations were included within the Advanced Process Solutions reportable operating segment until the completion of the sale on March 10, 2021.

OPERATING PERFORMANCE MEASURES

The following discussion compares our results for the three and six months ended March 31, 2021, to the same period in 2020. The Company's fiscal year ends on September 30. Unless otherwise stated, references to years relate to fiscal years. We begin the discussion at a consolidated level and then provide separate detail about Advanced Process Solutions, Molding Technology Solutions, Batesville, and Corporate. These results of operations are prepared in accordance with United States generally accepted accounting principles ("GAAP").

We also provide certain non-GAAP operating performance measures. These non-GAAP measures are referred to as "adjusted" measures and primarily exclude expenses associated with business acquisitions, disposition, and integration costs, restructuring and restructuring-related charges, impairment charges, inventory step-up charges, debt financing activities related to the acquisition of Milacron, net gains and losses on divestitures, and COVID-19 pandemic-related costs. The related income tax impact for all of these items is also excluded. The measures also exclude non-recurring tax benefits and expenses related to the interaction of certain provisions of the Tax Cuts and Jobs Act of 2017 (the "Tax Act") and certain tax items related to the acquisition of Milacron and divestitures of ABEL, Red Valve, and Cimcool, including the revaluation of deferred tax balances in connection with enacted statutory tax rate reductions in certain foreign jurisdictions. Non-GAAP information is provided as a supplement, not as a substitute for, or as superior to, measures of financial performance prepared in accordance with GAAP.

We use this non-GAAP information internally to make operating decisions and believe it is helpful to investors because it allows more meaningful period-to-period comparisons of our ongoing operating results. The information can also be used to perform trend analysis and to better identify operating trends that may otherwise be masked or distorted by items such as the above excluded items. We believe this information provides a higher degree of transparency.

An important non-GAAP measure that we use is adjusted earnings before interest, income tax, depreciation, and amortization ("adjusted EBITDA"). A part of Hillenbrand's strategy is to selectively acquire companies that we believe can benefit from the HOM to spur faster and more profitable growth. Given that strategy, it is a natural consequence to incur related expenses, such as amortization from acquired intangible assets and additional interest expense from debt-funded acquisitions. Accordingly, we use adjusted EBITDA, among other measures, to monitor our business performance. Adjusted EBITDA is not a recognized term under GAAP and therefore does not purport to be an alternative to net income (loss). Further, the Company's measure of adjusted EBITDA may not be comparable to similarly titled measures of other companies.

Another important non-GAAP operational measure used is backlog. Backlog is not a term recognized under GAAP; however, it is a common measurement used in industries with extended lead times for order fulfillment, like those in which the Advanced Process Solutions and Molding Technology Solutions reportable operating segments compete. Backlog represents the amount of net revenue that we expect to realize on contracts awarded to the Advanced Process Solutions and Molding Technology Solutions reportable operating segments. For purposes of calculating backlog, 100% of estimated net revenue attributable to consolidated subsidiaries is included. Backlog includes expected net revenue from large systems and equipment, as well as aftermarket parts, components, and service. The length of time that projects remain in backlog can span from days for aftermarket parts or service to approximately 18 to 24 months for larger system sales within the Advanced Process Solutions reportable operating segment. The majority of the backlog within the Molding Technology Solutions reportable operating segment is expected to be fulfilled within the next twelve months. Backlog includes expected net revenue from the remaining portion of firm orders not yet completed, as well as net revenue from change orders to the extent that they are reasonably expected to be realized. We include in backlog the full contract award, including awards subject to further customer approvals, which we expect to result in net revenue in future periods. In accordance with industry practice, our contracts may include provisions for cancellation, termination or suspension at the discretion of the customer.

We expect that future revenue associated with Advanced Process Solutions and Molding Technology Solutions will be influenced by order backlog because of the lead time involved in fulfilling engineered-to-order equipment for customers. Although backlog can be an indicator of future net revenue, it does not include projects and parts orders that are booked and shipped within the same quarter. The timing of order placement, size, extent of customization, and customer delivery dates can create fluctuations in backlog and net revenue. Net revenue attributable to backlog may also be affected by foreign exchange fluctuations for orders denominated in currencies other than U.S. dollars.

We calculate the foreign currency impact on net revenue, gross profit, operating expenses, backlog, consolidated net income (loss), and adjusted EBITDA in order to better measure the comparability of results between periods. We calculate the foreign currency impact by translating current year results at prior year foreign exchange rates. This information is provided because exchange rates can distort the underlying change in these metrics, either positively or negatively. The cost structures for Corporate and Batesville are generally not significantly impacted by the fluctuation in foreign exchange rates, and we do not disclose the foreign currency impact in the Operations Review section below where the impact is not significant.

See page 46 for a reconciliation of adjusted EBITDA to consolidated net income (loss), the most directly comparable GAAP measure. We use other non-GAAP measures in certain other instances and include information reconciling such non-GAAP measures to the respective most directly comparable GAAP measures. Given that there is no GAAP financial measure comparable to backlog, a quantitative reconciliation is not provided.

CRITICAL ACCOUNTING ESTIMATES

For the three and six months ended March 31, 2021, there were no significant changes to our critical accounting estimates as outlined in our Annual Report on Form 10-K for the year ended September 30, 2020. See Note 7 of Part I, Item 1 of this Form 10-Q for a discussion of the change in the Company's annual impairment assessment date.

OPERATIONS REVIEW — CONSOLIDATED

	Three Months Ended March 31,				Six Months Ended March 31,			
	2021		2020		2021		2020 (1)	
	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue
Net revenue	$ 722.3	100.0	$ 648.9	100.0	$ 1,414.8	100.0	$ 1,215.8	100.0
Gross profit	245.9	34.0	193.7	29.9	490.1	34.6	365.5	30.1
Operating expenses	138.0	19.1	136.0	21.0	269.6	19.1	293.4	24.1
Amortization expense	14.1		24.0		27.7		38.8	
(Gain) loss on divestitures	(34.1)		3.0		(65.7)		3.0	
Impairment charges	—		82.5		—		82.5	
Interest expense	19.5		20.9		40.7		35.6	
Other income, net	1.0		2.3		0.6		4.2	
Income tax expense (benefit)	30.4		1.8		61.7		(10.6)	
Net income (loss) attributable to Hillenbrand	78.1		(74.0)		154.5		(77.1)	

(1) Included 132 days of operations related to Milacron following its acquisition on November 21, 2019.

Three Months Ended March 31, 2021 Compared to Three Months Ended March 31, 2020

Net revenue increased $73.4 (11%), which included favorable foreign currency impact (3%).

- Advanced Process Solutions net revenue decreased $9.8 (3%), primarily due to a decrease in large polyolefin systems sales and lower aftermarket parts and service revenue, and the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, partially offset by favorable pricing. Foreign currency impact improved net revenue by 5%.

- Molding Technology Solutions net revenue increased $56.0 (28%), primarily driven by an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020. Foreign currency impact improved net revenue by 2%.

- Batesville net revenue increased $27.2 (20%), primarily due to an increase in volume (18%), and an increase in average selling price (1%). Higher volume was driven by an increase in burial casket sales primarily due to estimated higher deaths from the COVID-19 pandemic, partially offset by an estimated increased rate at which families opted for cremation.

Gross profit increased $52.2 (27%) and gross profit margin improved 410 basis points to 34.0%. On an adjusted basis, which excluded restructuring and restructuring-related charges and inventory step-up charges, adjusted gross profit increased $26.1 (12%), and adjusted gross profit margin improved 10 basis points to 34.3%.

- Advanced Process Solutions gross profit decreased $2.5 (2%), primarily due to a decrease in large polyolefin systems sales, the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, cost inflation, and unfavorable mix, partially offset by pricing and productivity improvements and cost containment. Foreign currency impact improved gross profit by 5%. Gross profit margin improved 40 basis points to 36.0% in 2021, primarily due to pricing and productivity improvements, partially offset by cost inflation.

- Molding Technology Solutions gross profit increased $41.5 (117%) primarily due to an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, and inventory step-up charges of $27.5 in 2020 that did not repeat in 2021, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020, and unfavorable mix. Foreign currency impact improved gross profit by 5%. Gross profit margin improved 1,230 basis points to 30.2%, primarily due to the inventory step-up charges of $27.5 in 2020 that did not repeat in 2021.

  Molding Technology Solutions gross profit included inventory step-up charges of $27.5 in 2020 and restructuring and restructuring-related charges of $1.2 in 2021. Excluding these charges, adjusted gross profit increased $15.6 (25%) and adjusted gross profit margin decreased 90 basis points to 30.9%.

- Batesville gross profit increased $13.2 (28%) and gross profit margin improved 240 basis points to 36.4%. The increase in gross profit and gross profit margin was primarily due to higher volume, partially offset by inflation in commodities and in wages and benefits and higher transportation and manufacturing costs required to respond to the surge in demand driven by the COVID-19 pandemic.

Operating expenses increased $2.0 (2%), primarily due to an increase in variable compensation and cost inflation, partially offset by the divestiture of Red Valve on December 31, 2020, ABEL on March 10, 2021, and Cimcool on March 30, 2020, cost containment actions, and synergies associated with the Milacron acquisition. Foreign currency impact increased operating expenses by 3%. Our operating expense-to-net-revenue ratio improved by 190 basis points to 19.1% in 2021. Operating expenses included the following items:

	Three Months Ended March 31,	
	2021	2020
Business acquisition, disposition, and integration costs	$ 10.0	$ 7.6
Restructuring and restructuring-related charges	0.9	0.8

On an adjusted basis, which excludes business acquisition, disposition, and integration costs and restructuring and restructuring-related charges, operating expenses decreased $0.4 (0.3%). Adjusted operating expenses as a percentage of net revenue improved 210 basis points in 2021 to 17.6%.

Amortization expense decreased $9.9 (41%), primarily due to backlog amortization of $5.8 in 2020 related to the Milacron acquisition that did not repeat and the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021. See Note 4 included in Part 1, Item 1 of this Form 10-Q for more information.

(Gain) loss on divestitures increased $37.1 due to the gain realized on the divestiture of ABEL on March 10, 2021. See Note 4, included in Part 1, Item 1 of this Form 10-Q for further information.

Impairment charges decreased $82.5 due to goodwill and intangible asset impairments recorded in 2020 that did not repeat in 2021. See Note 7 of Part I, Item 1 of this Form 10-Q for further information.

Interest expense decreased $1.4 (7%), primarily due to a decrease in weighted average borrowings. See Note 8 of Part I, Item 1 of this Form 10-Q for a discussion of borrowing activity.

Other income, net decreased $1.3 (57%), primarily due to a decrease in foreign currency exchange gains.

The effective tax rate was 27.8% in 2021 compared to (2.6)% in 2020. The difference in the effective tax rate in the three months ended March 31, 2021 relative to the federal statutory tax rate of 21%, was primarily attributable to an unfavorable geographic mix of pretax income. Additionally, the increase in the effective tax rate in the three months ended March 31, 2021, compared to three months ended March 31, 2020, was driven by the impact that the tax gain on the divestiture of ABEL and the utilization of tax loss carryforwards had on foreign tax credit determinations related to foreign income inclusions, the recognition of deferred taxes on accumulated earnings of foreign subsidiaries, and the discrete recognition of the tax effect of functional currency fluctuations. The negative effective tax rate in the three months ended March 31, 2020 was due to the net loss position and the discrete recognition of tax expense on the divestiture of Cimcool which was partially offset by the tax benefit recognized from the revaluation of current and deferred tax balances in connection with the enacted statutory tax rate reductions in certain foreign jurisdictions.

The adjusted effective tax rate was 27.1% in 2021 compared to 28.1% in 2020. The adjusted effective income tax rate primarily excludes the tax effect of the following items:

- the divestiture of ABEL ($6.7 expense in fiscal 2021)
- the divestiture of Cimcool ($13.0 expense in fiscal 2020)
- the impact of Milacron tax loss carryforwards on foreign inclusion and foreign tax credits: ($0.3 expense in fiscal 2021 and $3.1 expense in fiscal 2020);
- the revaluation of deferred tax balances as a result of functional currency fluctuations ($2.0 expense in fiscal 2021);
- the revaluation of deferred tax balances in connection with enacted statutory tax rate reductions in certain foreign jurisdictions ($1.0 benefit in fiscal 2020); and
- adjustments previously discussed within this section ($6.6 benefit in fiscal 2021 and $35.0 benefit in fiscal 2020).

Six Months Ended March 31, 2021 Compared to Six Months Ended March 31, 2020

Net revenue increased $199.0 (16%), which included favorable foreign currency impact (3%).

- Advanced Process Solutions net revenue decreased $25.6 (4%), primarily due to a decline in large polyolefin systems sales, lower aftermarket parts and service revenue, and the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, partially offset by favorable pricing and increased demand for other capital equipment. Foreign currency impact improved net revenue by 5%.

- Molding Technology Solutions net revenue increased $159.6 (48%), primarily due to an additional 51 days of revenue in 2021 compared to 2020 and an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020. Foreign currency impact improved net revenue by 2%.

- Batesville net revenue increased $65.0 (25%), primarily due to an increase in volume (23%), and an increase in average selling price (2%). Higher volume was driven by an increase in burial casket sales primarily due to estimated higher deaths from the COVID-19 pandemic, partially offset by an estimated increased rate at which families opted for cremation.

Gross profit increased $124.6 (34%), which included favorable foreign currency impact (4%). Gross profit margin improved 450 basis points to 34.6%. On an adjusted basis, which excluded restructuring and restructuring-related charges and inventory step-up charges, adjusted gross profit margin improved 170 basis points to 34.9%.

- Advanced Process Solutions gross profit decreased $5.0 (2%), primarily due to a decline in large polyolefin systems sales, cost inflation, the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, and unfavorable mix, partially offset by pricing and productivity improvements. Foreign currency impact improved gross profit by 5%. Gross profit margin improved 70 basis points to 35.3% in 2021 primarily due to pricing and productivity improvements, partially offset by cost inflation and unfavorable mix.

  Advanced Process Solutions gross profit included restructuring and restructuring-related charges ($0.7 in 2021 and $0.7 in 2020). Excluding these charges, adjusted gross profit decreased $4.9 (2%) and adjusted gross profit margin improved 70 basis points to 35.5%.

- Molding Technology Solutions gross profit increased $86.9 (134%), primarily due to an additional 51 days of gross profit in 2021 compared to 2020, inventory step-up charges of $37.1 in 2020 that did not repeat in 2021, an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, synergies, and productivity initiatives, which include savings from restructuring actions, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020, and unfavorable mix. Foreign currency improved gross profit by 4%. Gross profit margin improved 1,140 basis points to 30.9%, primarily due to the inventory step-up charges of $37.1 in 2020 that did not repeat in 2021.

  Molding Technology Solutions gross profit included inventory step-up charges of $37.1 in 2020 and restructuring and restructuring-related charges of $1.4 in 2021. Excluding these charges, adjusted gross profit margin improved 70 basis points to 31.4%.

- Batesville gross profit increased $42.7 (49%) and gross profit margin improved 650 basis points to 39.1%. The increase in gross profit and gross profit margin was primarily due to higher volume and productivity initiatives, partially offset by inflation in commodities and wages and benefits and higher transportation and manufacturing costs required to respond to the surge in demand driven by the COVID-19 pandemic.

Operating expenses decreased $23.8 (8%), primarily due to a decrease in business acquisition, disposition, and integration costs related to the acquisition of Milacron in the prior year, cost containment actions, and synergies related to the Milacron acquisition, partially offset by an increase in variable compensation, an additional 51 days of Molding Technology Solutions operating expenses, and cost inflation. Foreign currency impact increased operating expenses by 2%. Our operating expense-to-revenue ratio improved by 500 basis points to 19.1% in 2021. Operating expenses included the following items:

	Six Months Ended March 31,	
	2021	2020
Business acquisition, disposition, and integration costs	$ 18.7	$ 61.4
Restructuring and restructuring-related charges	1.6	2.5

On an adjusted basis, which excludes business acquisition, disposition, and integration costs and restructuring and restructuring-related charges, operating expenses increased $20.0 (9%). Adjusted operating expenses as a percentage of net revenue improved 130 basis points in 2021 to 17.6%.

Amortization expense decreased $11.1 (29%), primarily due to backlog amortization of $10.0 in 2020 related to the Milacron acquisition that did not repeat, and the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, partially offset by an additional 51 days of Molding Technology Solutions amortization in 2021 compared to 2020. See Note 4 included in Part 1, Item 1 of this Form 10-Q for more information.

(Gain) loss on divestiture increased $68.7 due to the gains realized on the divestitures of Red Valve on March 31, 2020 and ABEL on March 10, 2021. See Note 4, included in Part 1, Item 1 of this Form 10-Q for more information.

Impairment charges decreased $82.5 due to goodwill and intangible asset impairments recorded in 2020 that did not repeat in 2021. See Note 7 of Part I, Item 1 of this Form 10-Q for further information.

Interest expense increased $5.1 (14%), primarily due to higher weighted average borrowings in 2021 compared to borrowings in 2020 in connection with the acquisition of Milacron on November 20, 2019. See Note 8 of Part I, Item 1 of this Form 10-Q for a discussion of borrowing activity.

Other income, net decreased $3.6 (86%), primarily due to a decrease in foreign currency exchange gains.

The effective tax rate was 28.3% in 2021 compared to 12.7% in 2020. The difference in the effective tax rate in the six months ended March 31, 2021 relative to the federal statutory tax rate of 21%, was primarily attributable to an unfavorable geographic mix of pretax income. Additionally, the increase in the effective tax rate in the six months ended March 31, 2021, compared to the six months ended March 31, 2021, was driven by the impact that the tax loss on the divestiture of Red Valve, the tax gain on the divestiture of ABEL, and the utilization of tax loss carryforwards had on foreign tax credit determinations related to foreign income inclusions. The effective tax rate was negatively impacted by the recognition of deferred taxes on accumulated earnings of foreign subsidiaries, and the discrete recognition of the tax effect of functional currency fluctuations. The negative effective tax rate in the six months ended March 31, 2020 was due to the net loss position and the discrete recognition of tax expense on the divestiture of Cimcool which was partially offset by the tax benefit recognized from the revaluation of current and deferred tax balances in connection with the enacted statutory tax rate reductions in certain foreign jurisdictions.

The adjusted effective tax rate was 27.7% in 2021 compared to 25.3% in 2020. The adjusted effective income tax rate primarily excludes the tax effect of the following items:

- the divestitures of ABEL and Red Valve ($10.5 expense in fiscal 2021);
- the divestiture of Cimcool ($13.0 expense or in fiscal 2020)
- the impact of Milacron tax loss carryforwards on foreign income inclusion and foreign tax credits: ($4.0 expense in fiscal 2021 and $2.5 expense in fiscal 2020);
- the revaluation of deferred tax balances as a result of functional currency fluctuations ($2.0 expense in fiscal 2021);
- the revaluation of deferred tax balances in connection with enacted statutory tax rate reductions in certain foreign jurisdictions ($6.7 benefit in fiscal 2020); and
- adjustments previously discussed within this section ($12.3 benefit in fiscal 2021 and $55.3 benefit in fiscal 2020).

OPERATIONS REVIEW — Advanced Process Solutions

	Three Months Ended March 31,				Six Months Ended March 31,			
	2021		2020		2021		2020	
	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue
Net revenue	$ 301.3	100.0	$ 311.1	100.0	$ 592.1	100.0	$ 617.7	100.0
Gross profit	108.4	36.0	110.9	35.6	209.0	35.3	214.0	34.6
Operating expenses	57.3	19.0	57.5	18.5	113.5	19.2	114.5	18.5
Amortization expense	5.0		7.4		9.8		14.7	
Impairment charges	—		73.0		—		73.0	

Three Months Ended March 31, 2021 Compared to Three Months Ended March 31, 2020

Net revenue decreased $9.8 (3%) primarily due to a decrease in large polyolefin systems sales and lower aftermarket parts and service revenue driven by delays associated with the COVID-19 pandemic, and the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, partially offset by favorable pricing. Foreign currency impact improved net revenue by 5%.

Order backlog increased $176.4 (18%) from $982.1 on March 31, 2020, to $1,158.5 on March 31, 2021. The increase in backlog was primarily driven by increased demand for large plastics projects and foreign currency impact, which increased order backlog by 6%. On a sequential basis, order backlog increased $87.9 (8%) to $1,158.5 at March 31, 2021, up from $1,070.6 at December 31, 2020, primarily driven by increased demand for large plastics projects.

Gross profit decreased $2.5 (2%) primarily due to a decrease in large polyolefin systems sales, the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, cost inflation, and unfavorable mix, partially offset by pricing and productivity improvements and cost containment. Foreign currency impact improved gross profit by 5%. Gross profit margin improved 40 basis points to 36.0% in 2021, primarily due to pricing and productivity improvements, partially offset by cost inflation.

Operating expenses decreased $0.2 (0.3%) primarily due to the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, cost containment actions and savings from restructuring actions, partially offset by an increase in variable compensation and strategic investments. Foreign currency impact increased operating expenses by 5%. Operating expenses as a percentage of net revenue increased by 50 basis points to 19.0% in 2021.

Operating expenses included restructuring and restructuring-related charges ($0.8 in 2021 and $0.1 in 2020) and business acquisition, disposition, and integration costs ($1.2 in 2021 and $0.6 in 2020). Excluding these items, adjusted operating expenses decreased $1.2 (2%) and adjusted operating expenses as a percentage of net revenue increased 20 basis points to 18.4% in 2021.

Amortization expense decreased $2.4 (32%), primarily due to the divestitures of Red Valve on December 31, 2020 and Abel on March 10, 2021.

Impairment charges decreased $73.0 due to goodwill and intangible asset impairments recorded in 2020 that did not repeat in 2021. See Note 7 of Part I, Item 1 of this Form 10-Q for further information.

Six Months Ended March 31, 2021 Compared to Six Months Ended March 31, 2020

Net revenue decreased $25.6 (4%), primarily due to a decline in large polyolefin systems sales, lower aftermarket parts and service revenue, and the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, partially offset by favorable pricing and increased demand for other capital equipment. Foreign currency impact improved net revenue by 5%.

Gross profit decreased $5.0 (2%), primarily due to a decline in large polyolefin systems sales, cost inflation, the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, and unfavorable mix, partially offset by pricing and productivity improvements. Foreign currency impact improved gross profit by 5%. Gross profit margin improved 70 basis points to 35.3% in 2021, primarily due to pricing and productivity improvements, partially offset by cost inflation and unfavorable mix.

Advanced Process Solutions gross profit included restructuring and restructuring-related charges ($0.7 in 2021 and $0.7 in 2020). Excluding these charges, adjusted gross profit decreased $4.9 (2%) and adjusted gross profit margin improved 70 basis points to 35.5%.

Operating expenses decreased $1.0 (1%), primarily due to savings from restructuring actions and cost containment actions, and the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021, partially offset by an increase in variable compensation and wage and benefit inflation. Foreign currency impact increased operating expenses by 4%. Operating expenses as a percentage of net revenue increased by 70 basis points to 19.2% in 2021.

Operating expenses included restructuring and restructuring-related charges ($1.5 in 2021 and 1.1 in 2020), business acquisition, disposition, and integration costs ($1.8 in 2021 and $0.6 in 2020). Excluding these items, adjusted operating expenses decreased $2.1 (2%) and adjusted operating expenses as a percentage of net revenue increased 50 basis points to 18.7% in 2021.

Amortization expense decreased $4.9 (33%), primarily due to the divestitures of Red Valve on December 31, 2020 and ABEL on March 10, 2021.

Impairment charges decreased $73.0 due to goodwill and intangible asset impairments recorded in 2020 that did not repeat in 2021. See Note 7 of Part I, Item 1 of this Form 10-Q for further information on the impairment charges.

OPERATIONS REVIEW — Molding Technology Solutions

	Three Months Ended March 31,				Six Months Ended March 31,			
	2021		2020		2021		2020 (1)	
	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue
Net revenue	$ 255.0	100.0	$ 199.0	100.0	$ 491.9	100.0	$ 332.3	100.0
Gross profit	77.1	30.2	35.6	17.9	151.8	30.9	64.9	19.5
Operating expenses	36.5	14.3	43.5	21.9	72.5	14.7	65.4	19.7
Amortization expense	9.1		16.6		17.9		24.1	
Impairment charges	—		9.5		—		9.5	

(1) Included 132 days of operations related to Milacron following its acquisition on November 21, 2019

Molding Technology Solutions 2020 results were significantly impacted by the non-recurring effects of the fair value adjustments to inventories ($27.5 and $37.1 during the three and six months ended March 31, 2020, respectively) and backlog ($5.8 and $10.0 during the three and six months ended March 31, 2020, respectively) required by acquisition accounting. These fair value adjustments are being charged to the Consolidated Statements of Operations over the respective periods that inventory is expected to be consumed and backlog is expected to be realized as net revenue.

Three Months Ended March 31, 2021 Compared to Three Months Ended March 31, 2020

Net revenue increased $56.0 (28%), primarily driven by an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020. Net revenue in the prior year was adversely impacted by the effects of the COVID-19 pandemic. Foreign currency impact improved net revenue by 2%.

Order backlog increased $174.7 (93%) from $187.4 on March 31, 2020, to $362.1 on March 31, 2021. The increase in backlog was primarily driven by an increase in orders within our injection molding, extrusion, and hot runner equipment product lines. Foreign currency impact increased order backlog by 2%. On a sequential basis, order backlog increased $70.1 (24%) to $362.1 at March 31, 2021, up from $292.0 at December 31, 2020. The increase in backlog was primarily driven by an increase in orders within our injection molding and extrusion equipment product lines.

Gross profit increased $41.5 (117%) primarily due to an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, inventory step-up charges of $27.5 in 2020 that did not repeat in 2021, and productivity initiatives and synergies, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020, unfavorable mix driven by increased proportion of injection molding equipment, and cost inflation. Foreign currency impact improved gross profit by 5%. Gross profit margin improved 1,230 basis points to 30.2%, primarily due to the inventory step-up charges of $27.5 in 2020 that did not repeat in 2021.

Molding Technology Solutions gross profit included inventory step-up charges of $27.5 in 2020 and restructuring and restructuring-related charges of $1.2 in 2021. Excluding these charges, adjusted gross profit increased $15.6 (25%) and adjusted gross profit margin decreased 90 basis points to 30.9% primarily due to unfavorable mix driven by increased proportion of injection molding equipment.

Operating expenses decreased $7.0 (16%), primarily due to the divestiture of Cimcool, which occurred on March 30, 2020, synergies, and savings from restructuring actions, partially offset by an increase in variable compensation and strategic investments. Foreign currency impact increased operating expenses by 2%. Operating expense as a percentage of net revenue improved 760 basis points to 14.3%.

Operating expenses included restructuring and restructuring-related charges ($0.1 in 2021 and $0.6 in 2020) and business acquisition, disposition, and integration costs of $0.3 in 2021. Excluding these charges, adjusted operating expenses decreased $6.7 (16%) and adjusted operating expenses as a percentage of net revenue improved 740 basis points to 14.2%, primarily driven by operating leverage.

Amortization expense decreased $7.5 (45%) primarily due to backlog amortization of $5.8 in 2020 that did not repeat.

Impairment charges decreased $9.5 due to intangible asset impairments recorded in 2020 that did not repeat in 2021. See Note 7 of Part I, Item 1 of this Form 10-Q for further information.

Six Months Ended March 31, 2021 Compared to Six Months Ended March 31, 2020

Net revenue increased $159.6 (48%), primarily due to an additional 51 days of revenue in 2021 compared to 2020 and an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020. Net revenue in the prior year was adversely impacted by the effects of the COVID-19 pandemic. Foreign currency impact improved net revenue by 2%.

Gross profit increased $86.9 (134%), primarily due to an additional 51 days of gross profit in 2021 compared to 2020, inventory step-up charges of $37.1 in 2020 that did not repeat in 2021, an increase in demand for injection molding, extrusion, and hot runner equipment and aftermarket parts and service, synergies and productivity initiatives, which include savings from restructuring actions, partially offset by the divestiture of Cimcool, which occurred on March 30, 2020, and unfavorable mix. Foreign currency impact improved gross profit by 4%. Gross profit margin improved 1,140 basis points 30.9%, primarily due to the inventory step-up charges in 2020 that did not repeat in 2021.

Molding Technology Solutions gross profit included inventory step-up charges of $37.1 in 2020 and restructuring and restructuring-related charges of $1.4 in 2021. Excluding these items, adjusted gross profit margin improved 70 basis points to 31.4%.

Operating expenses increased $7.1 (11.0%), primarily due to an additional 51 days of operating expenses in 2021 compared to 2020 and an increase in variable compensation, partially offset by savings from restructuring actions and synergies. Foreign currency impact increased operating expenses by 1%. Operating expense as a percentage of net revenue improved 500 basis points to 14.7%.

Operating expenses included business acquisition, disposition, and integration costs of $0.6 in 2021 and $4.0 in 2020 (including severance costs related to the Milacron integration) and restructuring and restructuring-related charges ($0.1 in 2021 and $0.9 in 2020). Excluding these items, adjusted operating expenses as a percentage of net revenue improved 360 basis points to 14.6%, primarily driven by operating leverage.

Amortization expense decreased $6.2 (26%), primarily due to backlog amortization of $10.0 in 2020 that did not repeat, partially offset by an additional 51 days of amortization in 2021 compared to 2020.

Impairment charges decreased $9.5 due to intangible asset impairments recorded in 2020 that did not repeat in 2021. See Note 7 of Part I, Item 1 of this Form 10-Q for further information.

OPERATIONS REVIEW — BATESVILLE

	Three Months Ended March 31,				Six Months Ended March 31,			
	2021		2020		2021		2020	
	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue
Net revenue	$ 166.0	100.0	$ 138.8	100.0	$ 330.8	100.0	$ 265.8	100.0
Gross profit	60.4	36.4	47.2	34.0	129.3	39.1	86.6	32.6
Operating expenses	18.6	11.2	17.4	12.5	37.2	11.2	35.9	13.5

Three Months Ended March 31, 2021 Compared to Three Months Ended March 31, 2020

Net revenue increased $27.2 (20%), primarily due to an increase in volume (18%), and an increase in average selling price (1%). Higher volume was driven by an increase in burial casket sales primarily due to estimated higher deaths from the COVID-19 pandemic, partially offset by an estimated increased rate at which families opted for cremation.

Gross profit increased $13.2 (28%) and gross profit margin improved 240 basis points to 36.4%. The increase in gross profit and gross profit margin was primarily due to higher volume, partially offset by inflation in commodities and in wages and benefits and higher transportation and manufacturing costs required to respond to the surge in demand driven by the COVID-19 pandemic.

Operating expenses increased $1.2 (7%) to $18.6 primarily due to an increase in variable compensation, partially offset by cost containment actions. Operating expenses as a percentage of net revenue improved 130 basis points to 11.2%, primarily due to the increase in volume.

Six Months Ended March 31, 2021 Compared to Six Months Ended March 31, 2020

Net revenue increased $65.0 (25%), primarily due to an increase in volume (23%), and an increase in average selling price (2%). Higher volume was driven by an increase in burial casket sales primarily due to estimated higher deaths from the COVID-19 pandemic, partially offset by an estimated increased rate at which families opted for cremation.

Gross profit increased $42.7 (49%) and gross profit margin improved 650 basis points to 39.1%. The increase in gross profit and gross profit margin was primarily due to higher volume and productivity initiatives, partially offset by inflation in commodities and wages and benefits and higher transportation and manufacturing costs required to respond to the surge in demand driven by the COVID-19 pandemic.

Operating expenses increased $1.3 (4%) to $37.2 primarily due to an increase in variable compensation, partially offset by cost containment actions. Operating expenses as a percentage of net revenue improved 230 basis points to 11.2%, primarily due to the increase in volume.

REVIEW OF CORPORATE EXPENSES

	Three Months Ended March 31,				Six Months Ended March 31,			
	2021		2020		2021		2020	
	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue	Amount	% of Net Revenue
Core operating expenses	$ 18.1	2.5	$ 10.9	1.7	$ 30.6	2.2	$ 21.1	1.7
Business acquisition, disposition, and integration costs	7.5	1.0	6.7	1.0	15.8	1.1	56.5	4.7
Operating expenses	$ 25.6	3.5	$ 17.6	2.7	$ 46.4	3.3	$ 77.6	6.4

Corporate operating expenses include the cost of providing management and administrative services to each reportable operating segment. These services include treasury management, human resources, legal, business development, and other public company support functions such as information technology, internal audit, investor relations, financial reporting, and tax compliance. Corporate operating expenses also include costs related to business acquisition, disposition, and integration, which we incur as a result of our strategy to grow through selective acquisitions. Core operating expenses primarily represent corporate operating expenses excluding costs related to business acquisition, disposition, and integration costs.

Business acquisition, disposition, and integration costs include legal, tax, accounting, and other advisory fees and due diligence costs associated with investigating opportunities (including acquisitions and dispositions) and integrating completed acquisitions (including severance).

Three Months Ended March 31, 2021 Compared to Three Months Ended March 31, 2020

Operating expenses increased $8.0 (45%), primarily due to an increase in variable compensation, strategic investments, and an increase in business acquisition, disposition, and integration costs as a result of the divestitures of Red Valve and ABEL in fiscal 2021. These expenses as a percentage of net revenue were 3.5%, an increase of 80 basis points from the prior year.

Core operating expenses increased $7.2 (66%), primarily due to an increase in variable compensation and strategic investments. These expenses as a percentage of net revenue were 2.5%, an increase of 80 basis points from the prior year.

Six Months Ended March 31, 2021 Compared to Six Months Ended March 31, 2020

Operating expenses decreased $31.2 (40%), primarily due to a decrease in business acquisition, disposition, and integration costs related to the acquisition of Milacron and the divestiture of Cimcool in the prior year, partially offset by an increase in variable compensation and an additional 51 days of Milacron operating expenses. These expenses as a percentage of net revenue were 3.3%, an improvement of 310 basis points from the prior year.

Core operating expenses increased $9.5 (45%), primarily driven by an increase in variable compensation and the additional operating expenses from Milacron. These expenses as a percentage of net revenue were 2.2%, an increase of 50 basis points from the prior year, primarily driven by the addition of Milacron net revenue and the synergies realized in relation to combining two corporate centers and eliminating duplicative public company-related costs.

NON-GAAP OPERATING PERFORMANCE MEASURES

The following is a reconciliation from the most directly comparable GAAP operating performance measure to our non-GAAP adjusted EBITDA.

	Three Months Ended March 31,		Six Months Ended March 31,	
	2021	2020	2021	2020
Consolidated net income (loss)	$ 79.0	$ (72.2)	$ 156.7	$ (73.0)
Interest income	(1.0)	(0.6)	(1.6)	(1.9)
Interest expense	19.5	20.9	40.7	35.6
Income tax expense (benefit)	30.4	1.8	61.7	(10.6)
Depreciation and amortization	28.3	38.6	57.6	64.5
EBITDA	156.2	(11.5)	315.1	14.6
Impairment charges [1]	—	82.5	—	82.5
Business acquisition, disposition, and integration costs [2]	9.7	8.0	18.8	61.8
Restructuring and restructuring-related charges [3]	2.2	0.7	3.7	3.1
Inventory step-up [4]	—	27.5	—	37.1
(Gain) loss on divestitures [5]	(34.1)	3.0	(65.7)	3.0
Other [6]	0.3	0.4	0.4	0.4
Adjusted EBITDA	$ 134.3	$ 110.6	$ 272.3	$ 202.5

(1) Hillenbrand recorded impairment charges to goodwill and certain identifiable intangible assets within both Advanced Process Solutions and Molding Technology Solutions reportable operating segments during the three and six months ended March 31, 2020. See Note 7 of Part I, Item 1 of this Form 10-Q for more information.

(2) Business acquisition, disposition, and integration costs during the three and six months ended March 31, 2021 primarily included professional fees and employee-related costs attributable to the integration of Milacron and divestitures of Red

Valve and ABEL. Business acquisition, disposition, and integration costs during the three and six months ended March 31, 2020 included $3.9 and $57.7, respectively, of expenses for the settlement of outstanding Milacron share-based equity awards, professional fees, and severance and employee-related costs in connection with the acquisition and integration of Milacron. The remaining costs incurred during the three and six months ended March 31, 2020 were primarily related to professional fees and other transaction costs in connection with the divestiture of Cimcool.

(3) Restructuring and restructuring-related charges primarily included severance costs, unrelated to the acquisition and integration of Milacron, during the three and six months ended March 31, 2021 and 2020.

(4) Represents the non-cash charges related to the fair value adjustment of inventories acquired in connection with the acquisition of Milacron in 2020. See Note 4 of Part I, Item 1 of this Form 10-Q for more information.

(5) The current year amounts represent the gain on divestiture of ABEL during the three and six months ended March 31, 2021 and gain on the divestiture of Red Valve during the six months ended March 31, 2021. The prior year amount represents the loss on the divestiture of Cimcool during the three and six months ended March 31, 2020. See Note 4 of Part I, Item 1 of this Form 10-Q for more information.

(6) Other primarily included incremental expenses directly attributable to the COVID-19 pandemic, such as costs for sanitization supplies, bad debt expense, and transportation costs, during the three and six months ended March 31, 2021 and 2020.

Three Months Ended March 31, 2021 Compared to Three Months Ended March 31, 2020

Consolidated net income (loss) increased $151.2 (209%) for the three months ended March 31, 2021, compared to the same period in 2020. The increase was primarily driven by impairment charges, inventory step-up charges and additional amortization of intangibles in relation to the acquisition of Milacron in 2020, that did not repeat in 2021, a gain on the divestiture of ABEL in 2021, an increase in demand for equipment and aftermarket parts and service at Molding Technology Solutions, productivity improvements, and an increase in volume at Batesville. This increase in consolidated net income (loss) was partially offset by an increase in income tax expense, cost inflation, an increase in variable compensation, and unfavorable mix at Molding Technology Solutions and Advanced Process Solutions. Foreign currency impact increased consolidated net income (loss) by $4.3.

Consolidated adjusted EBITDA increased $23.7 (21%) for the three months ended March 31, 2021, compared to the same period in 2020. The increase was primarily due to an increase in demand for equipment and aftermarket parts and service at Molding Technology Solutions, productivity improvements, and an increase in volume at Batesville. This increase in consolidated adjusted EBITDA was partially offset by cost inflation, an increase in variable compensation, and unfavorable mix from Molding Technology Solutions and Advanced Process Solutions. Foreign currency impact increased adjusted EBITDA by $4.4.

Six Months Ended March 31, 2021 Compared to Six Months Ended March 31, 2020

Consolidated net income (loss) increased $229.7 (315%) for the six months ended March 31, 2021, compared to the same period in 2020. The increase was primarily driven by impairment charges, inventory step-up charges and additional amortization of intangibles in relation to the acquisition of Milacron in 2020, that did not repeat in 2021, a gain on the divestitures of Red Valve and ABEL in fiscal 2021, an increase in volume at Batesville, productivity improvements, an increase in demand for equipment and aftermarket parts and service at Molding Technology Solutions, and an additional 51 days of results from Molding Technology Solutions compared to the prior year as a result of the timing of the Milacron acquisition (closed November 21, 2019). This increase in consolidated net income (loss) was partially offset by an increase in income tax expense, decreased demand for large polyolefin systems from Advanced Process Solutions, an increase in variable compensation, and cost inflation. Foreign currency impact improved consolidated net income (loss) by $5.9.

Consolidated adjusted EBITDA increased $69.8 (35%) for the six months ended March 31, 2021, compared to the same period in 2020. The increase was primarily driven by an increase in volume at Batesville, productivity improvements, an increase in demand for equipment and aftermarket parts and service at Molding Technology Solutions, and an additional 51 days of results from Molding Technology Solutions compared to the prior year as a result of the timing of the Milacron acquisition (closed November 21, 2019). This increase in consolidated adjusted EBITDA was partially offset by decreased demand for large polyolefin systems from Advanced Process Solutions, an increase in variable compensation, and cost inflation. Foreign currency impact improved adjusted EBITDA by $7.4.

LIQUIDITY AND CAPITAL RESOURCES

In this section, we discuss our ability to access cash to meet business needs. We discuss how we see cash flow being affected for the next twelve months and how we intend to use it. We describe actual results in generating and using cash by comparing the first six months of 2021 to the same period last year. Finally, we identify other significant matters that could affect liquidity on an ongoing basis.

Ability to Access Cash

Our debt financing has historically included revolving credit facilities, term loans, and long-term notes as part of our overall financing strategy. We regularly review and adjust the mix of fixed-rate and variable-rate debt within our capital structure in order to achieve a target range based on our financing strategy.

We have taken proactive measures to maintain financial flexibility within the landscape of the COVID-19 pandemic. We believe the Company ended the quarter with and continues to have sufficient liquidity to operate in the current business environment.

As of March 31, 2021, we had $892.6 of maximum borrowing capacity under the Revolver, all of which was immediately available based on our most restrictive covenant. The available borrowing capacity reflects a reduction of $7.4 for outstanding letters of credit issued under the Revolver. The Company may request an increase of up to $450.0 in the total borrowing capacity under the Revolver, subject to approval of the lenders.

In the normal course of business, operating companies within the Advanced Process Solutions reportable operating segment provides to certain customers bank guarantees and other credit arrangements in support of performance, warranty, advance payment, and other contractual obligations. This form of trade finance is customary in the industry and, as a result, we maintain adequate capacity to provide the guarantees. As of March 31, 2021, we had guarantee arrangements totaling $418.7, under which $208.3 was used for guarantees. These arrangements include the L/G Facility Agreement under which unsecured letters of credit, bank guarantees, or other surety bonds may be issued. The Company may request an increase to the total capacity under the L/G Facility Agreement by an additional €70.0, subject to approval of the lenders. In January 2020, the L/G Facility Agreement was amended to expand the size of the existing €150.0 facility by an additional €25.0.

We have significant operations outside the U.S. We continue to assert that the basis differences in the majority of our foreign subsidiaries continue to be permanently reinvested outside of the U.S. We have recorded tax liabilities associated with distribution taxes on expected distributions of available cash and current earnings. The Company has made, and intends to continue to make, substantial investments in our businesses in foreign jurisdictions to support the ongoing development and growth of our international operations. As of March 31, 2021, we had a transition tax liability of $18.9 pursuant to the Tax Act. The cash at our foreign subsidiaries totaled $299.0 at March 31, 2021. We continue to actively evaluate our global capital deployment and cash needs.

12-month Outlook

COVID-19 impact

As discussed in the COVID-19 Impact section above, the Company has taken actions aimed to safeguard its capital position in the current COVID-19 environment. We believe the Company has sufficient liquidity to operate in the current business environment. The challenges posed by COVID-19 on our businesses have evolved rapidly over the past year and are likely to evolve further as the COVID-19 pandemic continues and the vaccine rollout is in process. Consequently, we will continue to evaluate our financial position in light of future developments, particularly those relating to COVID-19, and we plan to take necessary steps to manage through such developments.

TerraSource Global and flow control businesses

During the fourth quarter of 2020, the Company announced that it had initiated a plan to divest the TerraSource Global and flow control businesses, which operate within the Advanced Process Solutions reportable operating segment, as these businesses were no longer considered a strategic fit with the Company's long-term growth plan and operational objectives. On December 31, 2020, the Company completed the divestiture of its Red Valve business and on March 10, 2021, the Company completed the divestiture of its ABEL business. The Company still intends to divest the TerraSource Global business. We have used and continue to expect to use cash proceeds generated from the divestitures of these businesses primarily to further improve our liquidity position.

Leverage update

The Company's net leverage (defined as debt, net of cash, to adjusted EBITDA) at March 31, 2021 was 1.7x. Given the strength of the Company's balance sheet and with leverage within our targeted range, the Company has resumed consideration of share repurchases and strategic acquisitions.

Other activities

The Tax Act requires the Company to pay a transition tax on unremitted earnings of its foreign subsidiaries, resulting in an estimated liability of $18.9 recorded as of March 31, 2021. The transition tax liability under the Tax Act is expected to be paid over the next five years.

In December 2018, our Board of Directors authorized a new share repurchase program of up to $200.0. Given the strength of the Company's balance sheet and with leverage within our targeted range, the Company has resumed consideration of share repurchases.

Our anticipated contribution to our defined benefit pension plans in fiscal 2021 is $11.0, of which $4.6 was made during the six months ended March 31, 2021. We will continue to monitor plan funding levels, performance of the assets within the plans, and overall economic activity, and we may make additional discretionary funding decisions based on the net impact of the above factors.

The aggregate amount of our quarterly cash dividends increased as result of the additional common stock issued in connection with the acquisition of Milacron. We currently expect to pay approximately $16.2 each quarter based on our outstanding common stock at March 31, 2021. We increased our quarterly dividend in 2021 to $0.2150 per common share from $0.2125 per common share paid in 2020. As of the date of this filing, the Company is committed to paying our dividend, and our policy remains unchanged.

We believe existing cash, cash flows from operations, borrowings under existing arrangements, and the issuance of debt will be sufficient to fund our operating activities and cash commitments for investing and financing activities. Based on these factors, we believe our current liquidity position is sufficient and will continue to meet all of our financial commitments in the current business environment.

Cash Flows

	Six Months Ended March 31,	
	2021	**2020**
Cash flows provided by (used in)		
Operating activities	$ 259.0	$ 45.3
Investing activities	154.1	(1,282.4)
Financing activities	(370.1)	1,212.6
Effect of exchange rates on cash and cash equivalents	(7.5)	(0.5)
Net cash flows	$ 35.5	$ (25.0)

Operating Activities

Operating activities provided $259.0 of cash during the first six months of 2021, and provided $45.3 of cash during the first six months of 2020, a $213.7 (472%) increase. The increase in operating cash flow was primarily due to reduced working capital requirements, a decrease in payments for business acquisition, disposition, and integration costs in relation to the acquisition of Milacron and divestiture of Cimcool, and the additional cash flow provided by Molding Technology Solutions in 2021.

Working capital requirements for the Advanced Process Solutions and Molding Technology Solutions reportable segments may continue to fluctuate in the future due primarily to the type of product and geography of customer projects in process at any point in time. Working capital needs are lower when advance payments from customers are more heavily weighted toward the beginning of the project. Conversely, working capital needs are higher when a larger portion of the cash is to be received in later stages of manufacturing.

Investing Activities

The $1,436.5 decrease in cash provided by investing activities in the first six months of 2021 was primarily due to a cash outflow of $1,503.1 for the acquisition of Milacron in the prior year period. The Company received proceeds of $165.7 from the divestitures of Red Valve and ABEL in fiscal 2021, $222.4 from the divestiture of Cimcool in fiscal 2020 and $13.1 from the sale of a Milacron manufacturing facility in fiscal 2020. See Note 4 included in Part 1, Item 1 of this Form 10-Q for further details on these acquisitions and divestitures.

Financing Activities

Cash used in financing activities was largely impacted by net borrowing activity. Our general practice is to use available cash to pay down debt unless it is needed for an acquisition. Cash used in financing activities during the first six months of 2021 was $370.1, including $338.8 of debt repayments, net of proceeds. Cash provided by financing activities in the first six months of 2020 was $1,212.6, including $1,254.0 of proceeds, net of debt repayments. The change in cash provided by financing activities was primarily due to financing activity for the acquisition of Milacron in the prior year, including the issuance of two term loan commitments totaling $725.0 along with an increase in net borrowings on the Revolver of $538.1. The Company also issued $350.0 of senior unsecured notes in 2021.

We returned $32.3 to shareholders during the first six months of 2021 in the form of quarterly dividends. We increased our quarterly dividend in 2021 to $0.2150 per common share from $0.2125 per common share paid during 2020.

Off-Balance Sheet Arrangements

As part of its normal course of business, Hillenbrand is party to various financial guarantees and other commitments. These arrangements involve elements of performance and credit risk that are not included in the Consolidated Balance Sheets. The possibility that Hillenbrand would have to make actual cash expenditures in connection with these obligations is largely dependent on the performance of the guaranteed party, or the occurrence of future events that Hillenbrand is unable to predict. We have no off-balance sheet financing agreements or guarantees at March 31, 2021, that we believe are reasonably likely to have a current or future effect on our financial condition, results of operations, or cash flows.

Summarized Financial Information for Guarantors and the Issuer of Guaranteed Securities

Summarized financial information of Hillenbrand (the "Parent") and our subsidiaries that are guarantors of our senior unsecured notes (the "Guarantor Subsidiaries") is shown below on a combined basis as the "Obligor Group." The Company's senior unsecured notes are guaranteed by certain of our wholly-owned domestic subsidiaries and rank equally in right of payment with all of our existing and financial information of the Obligor Group, all intercompany balances and transactions between the Parent and Guarantor Subsidiaries have been eliminated and all information excludes subsidiaries that are not issuers or guarantors of our senior unsecured notes, including earnings from and investments in these entities.

	March 31, 2021		September 30, 2020	
Combined Balance Sheets Information:				
Current assets [1]	$	1,136.5	$	2,088.7
Non-current assets		5,905.0		4,548.4
Current liabilities [1]		682.1		2,067.7
Non-current liabilities		1,308.4		1,596.8

	Six Months Ended March 31, 2021		Year Ended September 30, 2020	
Combined Statements of Operations Information:				
Net revenue [2]	$	519.8	$	859.6
Gross profit		207.3		387.0
Net income (loss) attributable to Obligors		369.3		(32.1)

(1) Current assets include intercompany receivables from non-guarantors of $640.3 as of March 31, 2021. Current liabilities include intercompany payables to non-guarantors $256.2 as of September 30, 2020.
(2) Net revenue includes intercompany sales with non-guarantors of $18.1 as of March 31, 2021 and $55.5 as of September 30, 2020.

Recently Adopted and Issued Accounting Standards

For a summary of recently issued and adopted accounting standards applicable to us, see Item 1, Note 2 of Part I of this Form 10-Q.

Item 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

A full discussion of quantitative and qualitative disclosures about market risk may be found in Item 7A of our 2020 Form 10-K filed with the SEC on November 12, 2020. There have been no material changes in this information since the filing of our 2020 Form 10-K.

Item 4. CONTROLS AND PROCEDURES

Our management, with the participation of our President and Chief Executive Officer and our Senior Vice President and Chief Financial Officer (the "Certifying Officers"), evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934, as amended (the "Exchange Act")). Based upon that evaluation, the Certifying Officers concluded that our disclosure controls and procedures as of the end of the period covered by this report are effective.

In the ordinary course of business, we review our system of internal control over financial reporting and make changes to our systems and processes to improve such controls and increase efficiency, while ensuring that we maintain an effective internal control environment. Changes may include such activities as implementing new, more efficient systems, automating manual processes, and updating existing systems.

The acquisition of Milacron, which was completed on November 21, 2019, resulted in a material change in the Company's internal controls over financial reporting. The Company is continuing the process of designing and integrating policies, processes, operations, technology, and other components of internal controls over financial reporting of Milacron. Management believes the control design and implementation thereof have appropriately addressed the underlying risks.

There were no other changes in internal control over financial reporting identified in the evaluation for the quarter ended March 31, 2021, that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting, as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act.

PART II — OTHER INFORMATION

Item 1. LEGAL PROCEEDINGS

Information pertaining to legal proceedings can be found in Note 15 to the Consolidated Financial Statements included in Part I, Item 1 of this Form 10-Q.

Item 1A. RISK FACTORS

For information regarding the risks we face, see the discussion under Item 1A. Risk Factors in our Annual Report on Form 10-K for the year ended September 30, 2020.

Item 6. EXHIBITS

The exhibits filed with this report are listed below. In reviewing any agreements included as exhibits to this report, please remember that they are included to provide you with information regarding their terms and are not intended to provide any other factual or disclosure information about us or the other parties to the agreements. The agreements may contain representations and warranties by the parties to the agreements, including us. Except where explicitly stated otherwise, these representations and warranties have been made solely for the benefit of the other parties to the applicable agreement and:

- should not necessarily be treated as categorical statements of fact, but rather as a way of allocating the risk to one of the parties if those statements prove to be inaccurate;
- may have been qualified by disclosures that were made to the other party in connection with the negotiation of the applicable agreement, which disclosures are not necessarily reflected in the agreement;
- may apply standards of materiality in a way that is different from what may be viewed as material to you or other investors; and
- were made only as of the date of the applicable agreement or such other date or dates as may be specified in the agreement and are subject to more recent developments.

Accordingly, these representations and warranties may not describe the actual state of affairs as of the date they were made or at any other time.

Exhibit 3.1	Restated and Amended Articles of Incorporation of Hillenbrand, Inc., effective February 13, 2020 (Incorporated by reference to Exhibit 3.1 to Current Report on Form 8-K filed February 14, 2020)
Exhibit 3.2	Amended and Restated Code of By-laws of Hillenbrand, Inc. (Incorporated by reference to Exhibit 3.2 to Current Report on Form 8-K filed February 14, 2020)
Exhibit 4.1*	Supplemental Indenture No. 5, dated as of December 15, 2020, by and among the Company, the subsidiary guarantors party thereto and the Trustee
Exhibit 4.2*	Supplemental Indenture No. 6, dated as of December 15, 2020, by and among the Company, the subsidiary guarantors party thereto and the Trustee
Exhibit 4.3	Supplemental Indenture No. 7, dated as of March 3, 2021, by and among the Company, the subsidiary guarantors party thereto and the Trustee (Incorporated by reference to Exhibit 4.2 to Current Report on Form 8-K filed March 3, 2021)
Exhibit 10.1*	Amendment No. 5 to Third Amended and Restated Credit Agreement, dated as of February 2, 2021, among Hillenbrand, Inc., as a borrower, the subsidiary borrowers party thereto, the lenders party thereto, and JPMorgan Chase Bank, N.A., as administrative agent
Exhibit 10.2	Amended and Restated Hillenbrand, Inc. Stock Incentive Plan (Amended and Restated as of December 3, 2020 (Incorporated by reference to Exhibit 10.1 to Current Report on Form 8-K filed February 11, 2021)
Exhibit 10.3	Form of Hillenbrand, Inc. Stock Incentive Plan Performance Based Unit Award Agreement (Shareholder Value Delivered) (Incorporated by reference to Exhibit 10.2 to Current Report on Form 8-K filed February 11, 2021)
Exhibit 10.4	Form of Hillenbrand, Inc. Stock Incentive Plan Performance Based Unit Award Agreement (Relative Total Shareholder Return) (Incorporated by reference to Exhibit 10.3 to Current Report on Form 8-K filed February 11, 2021)
Exhibit 10.5	Form of Hillenbrand, Inc. Stock Incentive Plan Restricted Stock Unit Award Agreement (Incorporated by reference to Exhibit 10.4 to Current Report on Form 8-K filed February 11, 2021)
Exhibit 10.6	Form of Hillenbrand, Inc. Stock Incentive Plan Restricted Stock Unit Award Agreement (Non-Employee Director) (Incorporated by reference to Exhibit 10.5 to Current Report on Form 8-K filed February 11, 2021)
Exhibit 10.7	Form of Change in Control Agreement (Incorporated by reference to Exhibit 10.6 to Current Report on Form 8-K filed February 11, 2021)
Exhibit 22	List of Guarantor Subsidiaries of Hillenbrand, Inc. (Incorporated by reference to Exhibit 22 to Quarterly Report on Form 10-Q filed February 3, 2021)
Exhibit 31.1*	Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
Exhibit 31.2*	Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
Exhibit 32.1*	Certification of Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
Exhibit 32.2*	Certification of Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
Exhibit 101	The following financial statements from the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2021, formatted in Inline XBRL: (i) Consolidated Statements of Operations, (ii) Consolidated Statements of Comprehensive Income, (iii) Consolidated Balance Sheets, (iv) Consolidated Statements of Cash Flows, (v) Consolidated Statements of Shareholders' Equity, and (vi) Notes to Consolidated Financial Statements, tagged as blocks of text and including detailed tags.
Exhibit 104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

* Filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

HILLENBRAND, INC.

Date: May 4, 2021	BY:	/s/ Kristina A. Cerniglia
		Kristina A. Cerniglia
		Senior Vice President and Chief Financial Officer
Date: May 4, 2021		/s/ Andrew S. Kitzmiller
		Andrew S. Kitzmiller
		Vice President, Controller, and Chief Accounting Officer

Exhibit 4.1

HILLENBRAND, INC.,

AS ISSUER,

THE NEW GUARANTORS PARTY HERETO

and

U.S. BANK NATIONAL ASSOCIATION,

AS TRUSTEE

SUPPLEMENTAL INDENTURE No. 5

Dated as of December 15, 2020

to

INDENTURE

Dated as of July 9, 2010

among

HILLENBRAND, INC.,

AS ISSUER

and

U.S. BANK NATIONAL ASSOCIATION,

AS TRUSTEE

$375,000,000

4.500% Notes due 2026

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FIFTH SUPPLEMENTAL INDENTURE (this "Supplemental Indenture"), dated as of December 15, 2020, by and among Hillenbrand, Inc., an Indiana corporation (the "Company"), Milacron LLC, a Delaware limited liability company ("Milacron"), Milacron Plastics Technologies Group LLC, a Delaware limited liability company ("Milacron Plastics"), Milacron Marketing Company LLC, a Delaware limited liability company ("Milacron Marketing"), Hillenbrand Luxembourg, Inc., a Delaware corporation ("Hillenbrand Luxembourg" and, together with Milacron, Milacron Plastics, and Milacron Marketing, the "New Guarantors" and, each, a "New Guarantor"), and U.S. Bank National Association, as trustee (the "Trustee"), under the hereafter defined Indenture.

WHEREAS, the Company and the Trustee executed and delivered an indenture dated as of July 9, 2010 (the "Base Indenture"), a third supplemental indenture, dated as of September 25, 2019 (the "Third Supplemental Indenture" and, together with the Base Indenture, the "Indenture"), to provide for the issuance by the Company from time to time of Securities to be issued in one or more series as provided in the Base Indenture;

WHEREAS, pursuant to the Indenture, on September 25, 2019, the Company issued $375,000,000 aggregate principal amount of the Company's 4.500% Notes due 2026 (the "Notes");

WHEREAS, Section 4.4 of the Third Supplemental Indenture provides that the Company shall cause any Subsidiary that becomes a guarantor under the Credit Agreement to guarantee the Company's obligations under the Notes and the Indenture;

WHEREAS, on the date hereof the New Guarantors agreed to guarantee the obligations of the borrowers under the Credit Agreement;

WHEREAS, as of the date of this Supplemental Indenture, Batesville Casket Company, Inc. ("BCC"), Batesville Services, Inc. ("BSI"), K-Tron Investment Co. ("KTIC"), Process Equipment Group, Inc. ("PEG" and, together with BCC, BSI and KTIC, the "Current Guarantors"), and the New Guarantors are all of the Subsidiaries of the Company that are guarantors of the obligations of the borrowers under the Credit Agreement;

WHEREAS, the execution and delivery of this Supplemental Indenture has been duly and validly authorized by each of the Company and the New Guarantors;

WHEREAS, pursuant to Section 6.1(a)(8) of the Third Supplemental Indenture, the Trustee is authorized to execute and deliver this Supplemental Indenture without the consent of any Holders; and

WHEREAS, all the conditions and requirements necessary to make this Supplemental Indenture a valid, binding and legal instrument in accordance with its terms have been performed and fulfilled by the parties hereto and the execution and delivery thereof have been in all respects duly authorized by the parties hereto.

NOW, THEREFORE, in consideration of the above premises, each party agrees, for the benefit of the others and for the equal and ratable benefit of the Holders, as follows:

ARTICLE I.

GUARANTEE OF SECURITIES

Section 1.01 Securities Guarantee.

(a) Each of the New Guarantors hereby fully and unconditionally guarantees the Obligations (collectively, the "Additional Guarantees" and, each, an "Additional Guarantee"), on a joint and several basis with the Current Guarantors, to each Holder of the Notes and to the Trustee and its successors and assigns on behalf of each Holder of the Notes. Each New Guarantor further agrees that the Obligations may be extended or renewed, in whole or in part, without notice or further assent from such New Guarantor and that such New Guarantor will remain bound under this Article I notwithstanding any extension or renewal of any Obligation. All payments under each Additional Guarantee will be made as specified in Section 311 of the Base Indenture.

(b) Each New Guarantor hereby agrees that its obligations hereunder shall be as if it were principal debtor and not merely surety and shall be absolute, full and unconditional, unaffected by, and irrespective of, any invalidity, irregularity or unenforceability of the Notes, the Base Indenture or this Supplemental Indenture, any failure to enforce the provisions of the Notes, the Base Indenture or this Supplemental Indenture, any waiver, modification or indulgence granted to the Company with respect thereto by the Holders of the Notes or the Trustee, or any other circumstance which may otherwise constitute a legal or equitable discharge of a surety or guarantor (except payment in full). Each New Guarantor hereby waives diligence, presentment, demand of payment, filing of claims with a court in the event of merger or bankruptcy of the Company, any right to require that the Trustee pursue or exhaust its legal or equitable remedies against the Company prior to exercising its rights under an Additional Guarantee (including, for the avoidance of doubt, any right which a New Guarantor may have to require the seizure and sale of the assets of the Company to satisfy the outstanding principal of, interest on or any other amount payable under the Notes prior to recourse against such New Guarantor or its assets), protest or notice with respect to the Notes or the Debt evidenced thereby and all demands whatsoever, and covenants that its Additional Guarantee will not be discharged with respect to the Notes except by payment in full of the principal thereof and interest thereon or as otherwise provided in the Base Indenture or in this Supplemental Indenture, including Section 1.04 herein. If at any time any payment of principal of (and premium, if any) and interest on the Notes is rescinded or must be otherwise restored or returned upon the insolvency, bankruptcy or reorganization of any New Guarantor's obligations hereunder with respect to such payment shall be reinstated as of the date of such rescission, restoration or return as though such payment had become due but had not been made at such times.

Neither a failure nor a delay on the part of either the Trustee or the Holders of the Notes in exercising any right, power or privilege under this Article I shall operate as a waiver thereof, nor shall a single or partial exercise thereof preclude any other or further exercise of any right, power or privilege. The rights, remedies and benefits of the Trustee and the Holders of the Notes expressed in this Article I are cumulative and exclusive of any other rights, remedies or benefits that either may have under this Article I at law, in equity, by statute or otherwise.

(c) Each New Guarantor also agrees to pay any and all costs and expenses (including reasonable attorneys' fees) incurred by the Trustee or any Holder of the Notes in enforcing any rights under this Section 1.01.

(d) Upon request of the Trustee, each New Guarantor shall execute and deliver such instruments and do such further acts as may be reasonably necessary to give effect to this Supplemental Indenture.

Section 1.02 Subrogation.

(a) Each New Guarantor shall be subrogated to all rights of the Holders of the Notes against the Company in respect of any amounts paid to such Holders of the Notes by such New Guarantor pursuant to the provisions of its Additional Guarantee.

(b) Each New Guarantor agrees that it shall not be entitled to any right of subrogation in relation to the Holders of the Notes in respect of any Obligations guaranteed hereby until payment in full of all Obligations. Each New Guarantor further agrees that, as between it, on the one hand, and the Holders of the Notes and the Trustee, on the other hand, (x) the maturity of the Obligations guaranteed hereby may be accelerated as provided in Section 502 of the Base Indenture for the purposes of the Additional Guarantees herein, notwithstanding any stay, injunction or other prohibition preventing such acceleration in respect of the Obligations guaranteed hereby, and (y) in the event of any declaration of acceleration of such Obligations as provided in Section 502 of the Base Indenture, such Obligations shall forthwith become due and payable by the New Guarantor for the purposes of this Section 1.02.

Section 1.03 Release of Guarantee. An Additional Guarantee of a New Guarantor shall be automatically and unconditionally released, and the New Guarantor that granted such Additional Guarantee shall be automatically and unconditionally released from its Obligations:

(a) in the event that all of the capital stock or other equity interests, or all or substantially all of the assets, of such New Guarantor are sold or transferred, including by way of merger, consolidation or otherwise, in a transaction in compliance with the terms of the Indenture;

(b) upon defeasance as provided in Sections 7.01 and 7.02 or satisfaction and discharge of the Indenture as provided in Article 4 of the Base Indenture;

(c) upon redemption of the Notes as provided in Section 3.2 of the Indenture; or

(d) upon release of such New Guarantor's Additional Guarantee of all indebtedness under the Credit Agreement other than a release by or as a result of payment under such Additional Guarantee.

Section 1.04 Limitation and Effectiveness of Guarantees. Each Additional Guarantee is limited to an amount not to exceed the maximum amount that can be guaranteed by such New Guarantor that gave such Additional Guarantee without rendering such Additional Guarantee, as it relates to such New Guarantor, voidable under applicable law relating to fraudulent conveyance or fraudulent transfer or similar laws affecting the rights of creditors generally or the maximum amount otherwise permitted by law.

Section 1.05 Notation Not Required. Each New Guarantor hereby agrees that its Additional Guarantee set forth in Section 1.01 hereof shall remain in full force and effect notwithstanding the absence of the endorsement of any notation of the Additional Guarantee on the Notes.

ARTICLE II.

MISCELLANEOUS PROVISIONS

Section 2.01 Terms Defined. For all purposes of this Supplemental Indenture, except as otherwise defined or unless the context otherwise requires, terms used in capitalized form in this Supplemental Indenture and defined in the Indenture have the meanings specified in the Indenture.

Section 2.02 Indenture. Except as amended hereby, the Indenture and the Notes are in all respects ratified and confirmed and all the terms shall remain in full force and effect.

Section 2.03 Governing Law. This Supplemental Indenture shall be governed by and construed in accordance with the laws of the State of New York.

Section 2.04 Successors. All agreements of each New Guarantor in this Supplemental Indenture and the Notes shall bind its successors. All agreements of the Trustee in this Supplemental Indenture and the Notes shall bind its successors.

Section 2.05 Multiple Counterparts. This Supplemental Indenture may be signed in any number of counterparts, each of which so executed shall be deemed to be an original, but all such counterparts shall together constitute but one and the same Supplemental Indenture.

Section 2.06 Effectiveness. The provisions of this Supplemental Indenture will take effect immediately upon its execution and delivery by the Trustee in accordance with the provisions of Section 903 of the Base Indenture.

Section 2.07 Trustee Disclaimer. The Trustee accepts the amendment of the Indenture effected by this Supplemental Indenture and agrees to execute the trust created by the Indenture as hereby amended, but only upon the terms and conditions set forth in the Indenture, including the terms and provisions defining and limiting the liabilities and responsibilities of the Trustee, which terms and provisions shall in like manner define and limit its liabilities and responsibilities in the performance of the trust created by the Indenture as hereby amended, and without limiting the generality of the foregoing, the Trustee shall not be responsible in any manner whatsoever for or with respect to any of the recitals or statements contained herein, all of which recitals or statements are made solely by the Company and each New Guarantor, or for or with respect to (i) the validity or sufficiency of this Supplemental Indenture or any of the terms or provisions hereof, (ii) the proper authorization hereof by the Company and each New Guarantor by corporate action or otherwise, (iii) the due execution hereof by the Company and each New Guarantor, (iv) the consequences (direct or indirect and whether deliberate or inadvertent) of any amendment herein provided for, and the Trustee makes no representation with respect to any such matters.

[Signature pages follow.]

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first written above.

HILLENBRAND, INC., as Issuer and the Company

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Vice President, Treasurer

MILACRON LLC, as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

MILACRON PLASTICS TECHNOLOGIES GROUP LLC, as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

MILACRON MARKETING COMPANY LLC, as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

HILLENBRAND LUXEMBOURG, INC., as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

[Signature Page to Supplemental Indenture No. 5]

U.S. BANK NATIONAL ASSOCIATION, |
as Trustee

By: <u>/s/ Sharon P. Karst</u>
Name: Sharon P. Karst
Title: Vice President

[Signature Page to Supplemental Indenture No. 5]

Exhibit 4.2

HILLENBRAND, INC.,
AS ISSUER,
THE NEW GUARANTORS PARTY HERETO
and
U.S. BANK NATIONAL ASSOCIATION,
AS TRUSTEE

SUPPLEMENTAL INDENTURE No. 6
Dated as of December 15, 2020
to
INDENTURE
Dated as of July 9, 2010
among
HILLENBRAND, INC.,
AS ISSUER
and
U.S. BANK NATIONAL ASSOCIATION,
AS TRUSTEE

$400,000,000
5.7500% Notes due 2025

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SIXTH SUPPLEMENTAL INDENTURE (this "Supplemental Indenture"), dated as of December 15, 2020, by and among Hillenbrand, Inc., an Indiana corporation (the "Company"), Milacron LLC, a Delaware limited liability company ("Milacron"), Milacron Plastics Technologies Group LLC, a Delaware limited liability company ("Milacron Plastics"), Milacron Marketing Company LLC, a Delaware limited liability company ("Milacron Marketing"), Hillenbrand Luxembourg, Inc., a Delaware corporation ("Hillenbrand Luxembourg" and, together with Milacron, Milacron Plastics, and Milacron Marketing, the "New Guarantors" and, each, a "New Guarantor"), and U.S. Bank National Association, as trustee (the "Trustee"), under the hereafter defined Indenture.

WHEREAS, the Company and the Trustee executed and delivered an indenture dated as of July 9, 2010 (the "Base Indenture"), a fourth supplemental indenture, dated as of June 16, 2020 (the "Fourth Supplemental Indenture" and, together with the Base Indenture, the "Indenture"), to provide for the issuance by the Company from time to time of Securities to be issued in one or more series as provided in the Base Indenture;

WHEREAS, pursuant to the Indenture, on July 16, 2020, the Company issued $400,000,000 aggregate principal amount of the Company's 5.7500% Notes due 2025 (the "Notes");

WHEREAS, Section 4.4 of the Fourth Supplemental Indenture provides that the Company shall cause any Subsidiary that becomes a guarantor under the Credit Agreement to guarantee the Company's obligations under the Notes and the Indenture;

WHEREAS, on the date hereof the New Guarantors agreed to guarantee the obligations of the borrowers under the Credit Agreement;

WHEREAS, as of the date of this Supplemental Indenture, Batesville Casket Company, Inc. ("BCC"), Batesville Services, Inc. ("BSI"), K-Tron Investment Co. ("KTIC"), Process Equipment Group, Inc. ("PEG" and, together with BCC, BSI and KTIC, the "Current Guarantors"), and the New Guarantors are all of the Subsidiaries of the Company that are guarantors of the obligations of the borrowers under the Credit Agreement;

WHEREAS, the execution and delivery of this Supplemental Indenture has been duly and validly authorized by each of the Company and the New Guarantors;

WHEREAS, pursuant to Section 6.1(a)(8) of the Fourth Supplemental Indenture, the Trustee is authorized to execute and deliver this Supplemental Indenture without the consent of any Holders; and

WHEREAS, all the conditions and requirements necessary to make this Supplemental Indenture a valid, binding and legal instrument in accordance with its terms have been performed and fulfilled by the parties hereto and the execution and delivery thereof have been in all respects duly authorized by the parties hereto.

NOW, THEREFORE, in consideration of the above premises, each party agrees, for the benefit of the others and for the equal and ratable benefit of the Holders, as follows:

ARTICLE I.
GUARANTEE OF SECURITIES

Section 1.01 Securities Guarantee.

(a) Each of the New Guarantors hereby fully and unconditionally guarantees the Obligations (collectively, the "Additional Guarantees" and, each, an "Additional Guarantee"), on a joint and several basis with the Current Guarantors, to each Holder of the Notes and to the Trustee and its successors and assigns on behalf of each Holder of the Notes. Each New Guarantor further agrees that the Obligations may be extended or renewed, in whole or in part, without notice or further assent from such New Guarantor and that such New Guarantor will remain bound under this Article I notwithstanding any extension or renewal of any Obligation. All payments under each Additional Guarantee will be made as specified in Section 311 of the Base Indenture.

(b) Each New Guarantor hereby agrees that its obligations hereunder shall be as if it were principal debtor and not merely surety and shall be absolute, full and unconditional, unaffected by, and irrespective of, any invalidity, irregularity or unenforceability of the Notes, the Base Indenture or this Supplemental Indenture, any failure to enforce the provisions of the Notes, the Base Indenture or this Supplemental Indenture, any waiver, modification or indulgence granted to the Company with respect thereto by the Holders of the Notes or the Trustee, or any other circumstance which may otherwise constitute a legal or equitable discharge of a surety or guarantor (except payment in full). Each New Guarantor hereby waives diligence, presentment, demand of payment, filing of claims with a court in the event of merger or bankruptcy of the Company, any right to require that the Trustee pursue or exhaust its legal or equitable remedies against the Company prior to exercising its rights under an Additional Guarantee (including, for the avoidance of doubt, any right which a New Guarantor may have to require the seizure and sale of the assets of the Company to satisfy the outstanding principal of, interest on or any other amount payable under the Notes prior to recourse against such New Guarantor or its assets), protest or notice with respect to the Notes or the Debt evidenced thereby and all demands whatsoever, and covenants that its Additional Guarantee will not be discharged with respect to the Notes except by payment in full of the principal thereof and interest thereon or as otherwise provided in the Base Indenture or in this Supplemental Indenture, including Section 1.04 herein. If at any time any payment of principal of (and premium, if any) and interest on the Notes is rescinded or must be otherwise restored or returned upon the insolvency, bankruptcy or reorganization of any New Guarantor's obligations hereunder with respect to such payment shall be reinstated as of the date of such rescission, restoration or return as though such payment had become due but had not been made at such times.

Neither a failure nor a delay on the part of either the Trustee or the Holders of the Notes in exercising any right, power or privilege under this Article I shall operate as a waiver thereof, nor shall a single or partial exercise thereof preclude any other or further exercise of any right, power or privilege. The rights, remedies and benefits of the Trustee and the Holders of the Notes expressed in this Article I are cumulative and exclusive of any other rights, remedies or benefits that either may have under this Article I at law, in equity, by statute or otherwise.

(c) Each New Guarantor also agrees to pay any and all costs and expenses (including reasonable attorneys' fees) incurred by the Trustee or any Holder of the Notes in enforcing any rights under this Section 1.01.

(d) Upon request of the Trustee, each New Guarantor shall execute and deliver such instruments and do such further acts as may be reasonably necessary to give effect to this Supplemental Indenture.

Section 1.02 Subrogation.

(a) Each New Guarantor shall be subrogated to all rights of the Holders of the Notes against the Company in respect of any amounts paid to such Holders of the Notes by such New Guarantor pursuant to the provisions of its Additional Guarantee.

(b) Each New Guarantor agrees that it shall not be entitled to any right of subrogation in relation to the Holders of the Notes in respect of any Obligations guaranteed hereby until payment in full of all Obligations. Each New Guarantor further agrees that, as between it, on the one hand, and the Holders of the Notes and the Trustee, on the other hand, (x) the maturity of the Obligations guaranteed hereby may be accelerated as provided in Section 502 of the Base Indenture for the purposes of the Additional Guarantees herein, notwithstanding any stay, injunction or other prohibition preventing such acceleration in respect of the Obligations guaranteed hereby, and (y) in the event of any declaration of acceleration of such Obligations as provided in Section 502 of the Base Indenture, such Obligations shall forthwith become due and payable by the New Guarantor for the purposes of this Section 1.02.

Section 1.03 Release of Guarantee. An Additional Guarantee of a New Guarantor shall be automatically and unconditionally released, and the New Guarantor that granted such Additional Guarantee shall be automatically and unconditionally released from its Obligations:

(a) in the event that all of the capital stock or other equity interests, or all or substantially all of the assets, of such New Guarantor are sold or transferred, including by way of merger, consolidation or otherwise, in a transaction in compliance with the terms of the Indenture;

(b) upon defeasance as provided in Sections 7.01 and 7.02 or satisfaction and discharge of the Indenture as provided in Article 4 of the Base Indenture;

(c) upon redemption of the Notes as provided in Section 3.1 of the Indenture; or

(d) upon release of such New Guarantor's Additional Guarantee of all indebtedness under the Credit Agreement other than a release by or as a result of payment under such Additional Guarantee.

Section 1.04 Limitation and Effectiveness of Guarantees. Each Additional Guarantee is limited to an amount not to exceed the maximum amount that can be guaranteed by such New Guarantor that gave such Additional Guarantee without rendering such Additional

Guarantee, as it relates to such New Guarantor, voidable under applicable law relating to fraudulent conveyance or fraudulent transfer or similar laws affecting the rights of creditors generally or the maximum amount otherwise permitted by law.

Section 1.05 Notation Not Required. Each New Guarantor hereby agrees that its Additional Guarantee set forth in Section 1.01 hereof shall remain in full force and effect notwithstanding the absence of the endorsement of any notation of the Additional Guarantee on the Notes.

ARTICLE II.

MISCELLANEOUS PROVISIONS

Section 2.01 Terms Defined. For all purposes of this Supplemental Indenture, except as otherwise defined or unless the context otherwise requires, terms used in capitalized form in this Supplemental Indenture and defined in the Indenture have the meanings specified in the Indenture.

Section 2.02 Indenture. Except as amended hereby, the Indenture and the Notes are in all respects ratified and confirmed and all the terms shall remain in full force and effect.

Section 2.03 Governing Law. This Supplemental Indenture shall be governed by and construed in accordance with the laws of the State of New York.

Section 2.04 Successors. All agreements of each New Guarantor in this Supplemental Indenture and the Notes shall bind its successors. All agreements of the Trustee in this Supplemental Indenture and the Notes shall bind its successors.

Section 2.05 Multiple Counterparts. This Supplemental Indenture may be signed in any number of counterparts, each of which so executed shall be deemed to be an original, but all such counterparts shall together constitute but one and the same Supplemental Indenture.

Section 2.06 Effectiveness. The provisions of this Supplemental Indenture will take effect immediately upon its execution and delivery by the Trustee in accordance with the provisions of Section 903 of the Base Indenture.

Section 2.07 Trustee Disclaimer. The Trustee accepts the amendment of the Indenture effected by this Supplemental Indenture and agrees to execute the trust created by the Indenture as hereby amended, but only upon the terms and conditions set forth in the Indenture, including the terms and provisions defining and limiting the liabilities and responsibilities of the Trustee, which terms and provisions shall in like manner define and limit its liabilities and responsibilities in the performance of the trust created by the Indenture as hereby amended, and without limiting the generality of the foregoing, the Trustee shall not be responsible in any manner whatsoever for or with respect to any of the recitals or statements contained herein, all of which recitals or statements are made solely by the Company and each New Guarantor, or for or with respect to (i) the validity or sufficiency of this Supplemental Indenture or any of the terms or provisions hereof, (ii) the proper authorization hereof by the Company and each New Guarantor by corporate action or otherwise, (iii) the due execution hereof by the Company and each New Guarantor, (iv) the consequences (direct or indirect and whether deliberate or inadvertent) of any amendment herein provided for, and the Trustee makes no representation with respect to any such matters.

[Signature pages follow.]

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first written above.

HILLENBRAND, INC., as Issuer and the Company

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Vice President, Treasurer

MILACRON LLC, as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

MILACRON PLASTICS TECHNOLOGIES GROUP LLC, as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

MILACRON MARKETING COMPANY LLC, as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

HILLENBRAND LUXEMBOURG, INC., as a New Guarantor

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

[Signature Page to Supplemental Indenture No. 6]

U.S. BANK NATIONAL ASSOCIATION, |
as Trustee

By: /s/ Sharon P. Karst
Name: Sharon P. Karst
Title: Vice President

[Signature Page to Supplemental Indenture No. 6]

Exhibit 10.1

EXECUTION COPY

AMENDMENT NO. 5

Dated as of February 2, 2021

to

THIRD AMENDED AND RESTATED CREDIT AGREEMENT

Dated as of August 28, 2019

THIS AMENDMENT NO. 5 (this "Amendment") is made as of February 2, 2021 (the "Effective Date") by and among (i) Hillenbrand, Inc. (the "Company"), (ii) the parties identified as Subsidiary Borrowers on the signature pages hereof (each a "Subsidiary Borrower" and, collectively with the Company, the "Borrowers"), (iii) the Lenders party hereto (the "Lenders") and (iv) JPMorgan Chase Bank, N.A., as Administrative Agent (the "Administrative Agent"), under that certain Third Amended and Restated Credit Agreement dated as of August 28, 2019 by and among the Borrowers, the Lenders and the Administrative Agent (as amended, restated, supplemented or otherwise modified prior to the date hereof, the "Credit Agreement"). Capitalized terms used herein and not otherwise defined herein shall have the respective meanings given to them in the Credit Agreement.

WHEREAS, the Borrowers have requested that the requisite Lenders agree to make certain modifications to the Credit Agreement;

WHEREAS, the Borrowers, the Lenders party hereto and the Administrative Agent have agreed to amend the Credit Agreement on the terms and conditions set forth herein;

NOW, THEREFORE, in consideration of the premises set forth above, the terms and conditions contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Borrowers, the Lenders party hereto and the Administrative Agent hereby agree to enter into this Amendment.

1. Amendment to Credit Agreement. Effective as of the date of satisfaction of the conditions precedent set forth in Section 2 below the Credit Agreement is hereby amended as follows (the Credit Agreement as so amended, the "Amended Credit Agreement"):

(a) Section 4.03 of the Credit Agreement is amended to restate clause (c) thereof in its entirety as follows:

"(c) At the time of and immediately after giving effect to the making of a Loan on the date of such Borrowing (including the application of proceeds thereof), the aggregate amount of unrestricted and unencumbered cash and cash equivalents of the Company and its Subsidiaries shall not exceed (i) for the period from and after February 2, 2021 through and including June 30, 2021, $500,000,000 and (ii) for the period from and after July 1, 2021, $350,000,000; provided that such amount may be exceeded to the extent that the Company will require such excess amount to effect acquisitions or other investments or make other payments in respect of other general corporate purposes, in each case within ten (10) Business Days after the date such Loan is made."

2. Conditions of Effectiveness. The effectiveness of this Amendment is subject to the conditions precedent that:

(a) The Administrative Agent shall have received counterparts of this Amendment duly executed by the Borrowers, the Required Lenders and the Administrative Agent.

(b) The Administrative Agent shall have received counterparts of the Consent and Reaffirmation attached as Exhibit A hereto duly executed by the Subsidiary Guarantors.

(c) The Administrative Agent shall have received payment and/or reimbursement of the Administrative Agent's and its affiliates' fees and expenses (including, to the extent invoiced, reasonable and documented fees and expenses of counsel for the Administrative Agent) in accordance with the Loan Documents.

3. Representations and Warranties of the Borrowers. Each Borrower for itself hereby represents and warrants as follows:

(a) This Amendment and the Amended Credit Agreement constitute the legal, valid and binding obligations of such Borrower enforceable against such Borrower in accordance with their terms, subject to applicable bankruptcy, insolvency, reorganization, moratorium or other laws affecting creditors' rights generally and subject to general principles of equity, regardless of whether considered in a proceeding in equity or at law.

(b) As of the date hereof and giving effect to the terms of this Amendment, (i) no Default or Event of Default has occurred and is continuing and (ii) the representations and warranties of the Borrowers set forth in the Amended Credit Agreement are true and correct in all material respects (provided that any representation or warranty qualified by materiality or Material Adverse Effect is true and correct in all respects) (except to the extent any such representation or warranty expressly relates to an earlier date, in which case such representation or warranty is true and correct as of such earlier date).

4. Reference to and Effect on the Credit Agreement.

(a) Upon the effectiveness hereof, each reference to the Credit Agreement in the Credit Agreement or any other Loan Document shall mean and be a reference to the Amended Credit Agreement.

(b) Except as specifically amended above, each Loan Document and all other documents, instruments and agreements executed and/or delivered in connection therewith shall remain in full force and effect and are hereby ratified and confirmed.

(c) Except as specifically provided above, the execution, delivery and effectiveness of this Amendment shall not operate as a waiver of any right, power or remedy of the Administrative Agent or the Lenders, nor constitute a waiver of any provision of the Credit Agreement, the Loan Documents or any other documents, instruments and agreements executed and/or delivered in connection therewith.

(d) This Amendment shall be a Loan Document.

5. Governing Law. This Amendment shall be construed in accordance with and governed by the law of the State of New York.

6. Headings. Section headings in this Amendment are included herein for convenience of reference only and shall not constitute a part of this Amendment for any other purpose.

7. Counterparts. This Amendment may be executed by one or more of the parties hereto on any number of separate counterparts, and all of said counterparts taken together shall be deemed to constitute one and the same instrument. The words "execution," "signed," "signature," "delivery," and words of like import in or relating to this Amendment and/or any document to be signed in connection with this Amendment and the transactions contemplated hereby shall be deemed to include Electronic Signatures (as defined below), deliveries or the keeping of records in electronic form, each of which shall be of the same legal effect, validity or enforceability as a manually executed signature, physical delivery thereof or the use of a paper-based recordkeeping system, as the case may be. As used herein, "Electronic Signatures" means any electronic symbol or process attached to, or associated with, any contract or other record and adopted by a person with the intent to sign, authenticate or accept such contract or record.

[Signature Pages Follow]

IN WITNESS WHEREOF, this Amendment has been duly executed as of the day and year first above written.

HILLENBRAND, INC.,
as the Company

By /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Vice President and Treasurer

Hillenbrand Luxembourg S.À R.L.,
as a Subsidiary Borrower

By /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Category A. Manager

COPERION K-Tron (Schweiz) GmbH,
as a Subsidiary Borrower

By /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Authorized Signatory

Hillenbrand Switzerland GmbH,
as a Subsidiary Borrower

By /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Chairman of the Board of Managing Officers

Batesville Canada Ltd.,
as a Subsidiary Borrower

By /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

Jeffrey Rader Canada Company,
as a Subsidiary Borrower

By /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Assistant Treasurer

Rotex Europe Ltd,
as a Subsidiary Borrower

By /s/ Theodore S. Haddad, Jr.

Name: Theodore S. Haddad, Jr.
Title: Authorized Signatory

COPERION GMBH,
as a Subsidiary Borrower

By /s/ Kimberly Karen Ryan

Name: Kimberly Karen Ryan
Title: Managing Director

HILLENBRAND GERMANY HOLDING GMBH,
as a Subsidiary Borrower

By /s/ Kimberly Karen Ryan
Name: Kimberly Karen Ryan
Title: Managing Director

JPMORGAN CHASE BANK, N.A.,
individually as a Lender and as Administrative Agent

By /s/ Christopher A. Salek

Name: Christopher A. Salek
Title: Vice President

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as a Lender

By /s/ James M. Stehlik
Name: James M. Stehlik
Title: Senior Vice President

CITIZENS BANK, N.A.,
as a Lender

By /s/ Lawrence E. Ridgway
Lawrence E. Ridgway
Senior Vice President

BMO HARRIS FINANCING, INC.,
as a Lender

By /s/ Betsy Phillips
Name: Betsy Phillips
Title: Director

HSBC BANK USA, NATIONAL ASSOCIATION, as a Lender

By /s/ Shaun Kleinman

Name: Shaun Kleinman

Title: Senior Vice President

PNC BANK, NATIONAL ASSOCIATION,
as a Lender

By /s/ Derek Jones
Name: Derek Jones
Title: Vice President

U.S. BANK NATIONAL ASSOCIATION,
as a Lender

By /s/ Terrence Ward
Name: Terrence Ward
Title: Senior Vice President

SUMITOMO MITSUI BANKING CORPORATION,
as a Lender

By /s/ Jun Ashley
Name: Jun Ashley
Title: Director

TRUIST BANK (formerly known as Branch Banking and Trust Company),
as a Lender

By /s/ J. Carlos Navarette

Name: J. Carlos Navarette
Title: Director

COMMERZBANK AG, NEW YORK BRANCH,
as a Lender

By /s/ John W. Deegan
Name: John W. Deegan
Title: Director

By /s/ Thomas J. Devitt
Name: Thomas J. Devitt
Title: Director

FIFTH THIRD BANK, NATIONAL ASSOCIATION
as a Lender

By /s/ J. David Izard
Name: J. David Izard
Title: Senior Vice President

EXHIBIT A

Consent and Reaffirmation

Each of the undersigned hereby acknowledges receipt of a copy of the foregoing Amendment No. 5 to the Third Amended and Restated Credit Agreement (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), dated as of August 28, 2019, by and among Hillenbrand, Inc. (the "Company"), the Subsidiary Borrowers (collectively with the Company, the "Borrowers"), the Lenders and JPMorgan Chase Bank, N.A., as Administrative Agent (the "Administrative Agent"), which Amendment No. 5 is dated as of February 2, 2021 and is by and among the Borrowers, the financial institutions listed on the signature pages thereof and the Administrative Agent (the "Amendment"). Capitalized terms used in this Consent and Reaffirmation and not defined herein shall have the meanings given to them in the Credit Agreement. Without in any way establishing a course of dealing by the Administrative Agent or any Lender, each of the undersigned consents to the Amendment and reaffirms the terms and conditions of the Subsidiary Guaranty and any other Loan Document executed by it and acknowledges and agrees that the Subsidiary Guaranty and each and every such Loan Document executed by the undersigned in connection with the Credit Agreement remains in full force and effect and is hereby reaffirmed, ratified and confirmed. All references to the Credit Agreement contained in the abovereferenced documents shall be a reference to the Credit Agreement as so modified by the Amendment and as the same may from time to time hereafter be amended, modified or restated.

This Consent and Reaffirmation shall be construed in accordance with and governed by the law of the State of New York. This Consent and Reaffirmation may be executed by one or more of the parties hereto on any number of separate counterparts, and all of said counterparts taken together shall be deemed to constitute one and the same instrument. Delivery of an executed counterpart of a signature page of this Consent and Reaffirmation by telecopy, e-mailed.pdf or any other electronic means that reproduces an image of the actual executed signature page shall be effective as delivery of a manually executed counterpart of this Consent and Reaffirmation.

Dated February 2, 2021

[Signature Page Follows]

IN WITNESS WHEREOF, this Consent and Reaffirmation has been duly executed and delivered as of the day and year above written.

BATESVILLE SERVICES, INC.

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Vice President and Treasurer

BATESVILLE CASKET COMPANY, INC.

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Vice President and Treasurer

MILACRON PLASTICS TECHNOLOGIES GROUP LLC

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

PROCESS EQUIPMENT GROUP, INC.

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

K-TRON INVESTMENT CO.

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Assistant Treasurer

MILACRON MARKETING COMPANY LLC

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

MILACRON LLC

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

HILLENBRAND LUXEMBOURG, INC.

By: /s/ Theodore S. Haddad, Jr.
Name: Theodore S. Haddad, Jr.
Title: Treasurer

EXHIBIT 31.1

CERTIFICATIONS

Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, Joe A. Raver, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Hillenbrand, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the periods covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant’s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

a.) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b.) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c.) evaluated the effectiveness of the registrant’s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d.) disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the registrant’s most recent quarter that has materially affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and

5. The registrant’s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant’s auditors and the audit committee of the registrant’s board of directors (or persons performing the equivalent functions):

a.) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant’s ability to record, process, summarize and report financial information; and

b.) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant’s internal control over financial reporting.

Date: May 4, 2021

/s/ Joe A. Raver
Joe A. Raver
President and Chief Executive Officer

EXHIBIT 31.2

CERTIFICATIONS

Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, Kristina A. Cerniglia, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Hillenbrand, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the periods covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

a.) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b.) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c.) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d.) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

a.) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b.) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 4, 2021

/s/ Kristina A. Cerniglia
Kristina A. Cerniglia
Senior Vice President and Chief Financial Officer

EXHIBIT 32.1

Certification of Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Hillenbrand, Inc. (the "Company") on Form 10-Q for the period ended March 31, 2021, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Joe A. Raver, President and Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Joe A. Raver

Joe A. Raver
President and Chief Executive Officer
May 4, 2021

A signed original of this written statement required by Section 906 has been provided to Hillenbrand, Inc. and will be retained by Hillenbrand, Inc. and furnished to the Securities and Exchange Commission or its staff upon request.

EXHIBIT 32.2

Certification of Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Hillenbrand, Inc. (the "Company") on Form 10-Q for the period ended March 31, 2021, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Kristina A. Cerniglia, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Kristina A. Cerniglia
Kristina A. Cerniglia
Senior Vice President and Chief Financial Officer
May 4, 2021

A signed original of this written statement required by Section 906 has been provided to Hillenbrand, Inc. and will be retained by Hillenbrand, Inc. and furnished to the Securities and Exchange Commission or its staff upon request.