

Hillenbrand, Inc.
Form 4
April 02, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
English Mark A

(Last) (First) (Middle)

ONE BATESVILLE BOULEVARD

(Street)

BATESVILLE, IN 47006

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Hillenbrand, Inc. [HI]

3. Date of Earliest Transaction
(Month/Day/Year)
03/31/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Batesville Casket Company

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	03/31/2008		C		11,934 (1) \$ 22.305	15,655 (2)	D
Common Stock	03/31/2008		F		3,785 \$ 22.305	11,870	D

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

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SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Restricted Stock Units (Deferred Stock Award) 12/5/07	(3)	03/31/2008		A ⁽⁴⁾	2,531	12/06/2009 ⁽⁵⁾ ⁽⁵⁾	Common Stock	2,531
Employee Stock Option (right to buy)	\$ 20.84	03/31/2008		A ⁽⁴⁾	4,352	01/15/2002 ⁽⁶⁾ 01/15/2011	Common Stock	4,352
Employee Stock Option (right to buy)	\$ 23.03	03/31/2008		A ⁽⁴⁾	4,352	11/09/2002 ⁽⁶⁾ 11/09/2011	Common Stock	4,352
Employee Stock Option (right to buy)	\$ 21.82	03/31/2008		A ⁽⁴⁾	6,528	12/04/2003 ⁽⁶⁾ 12/04/2012	Common Stock	6,528
Employee Stock Option (right to buy)	\$ 26.76	03/31/2008		A ⁽⁴⁾	6,528	12/03/2004 ⁽⁶⁾ 12/03/2013	Common Stock	6,528
Employee Stock Option (right to buy)	\$ 25.54	03/31/2008		A ⁽⁴⁾	6,528	12/15/2005 ⁽⁶⁾ 12/15/2014	Common Stock	6,528

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