

Hillenbrand, Inc.
 Form 4
 November 12, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
HILLENBRAND W AUGUST

(Last) (First) (Middle)

**B - 300 WINDING WAY SUITE
 200**

(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)
11/10/2008

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)

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)
				(A) or (D)	Price		
Common Stock	11/10/2008		S ⁽¹⁾	V	140,000	D	Ⓛ
Common Stock					9,056	D	
Common Stock					81,626	I	By GRATs
Common Stock					45,373	I	By Spouse's GRAT
Common Stock					71,773	I	By Family LLC ⁽⁴⁾
Common Stock					954,520	I	By Trusts ⁽⁴⁾

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On November 10, 2008, the reporting person contributed 140,000 shares of common stock to Huntersville Road Investors, LP, a family limited partnership (the "Partnership"), in exchange for a limited partnership interest in the Partnership having a value estimated to be equal to the value of the shares of common stock contributed to the Partnership, which was \$2,642,500.00, based on the closing price per share of the common stock on the New York Stock Exchange on November 10, 2008. The reporting person is only a limited partner in the Partnership and has no other interest in it.

(1) In addition to the transaction described in footnote 1, this amount reflects the transfer of shares of common stock from GRATs to the reporting person. The transfer of shares qualifies as only a change in the form of the reporting person's beneficial ownership and, as such, has not been reported previously.

(2) This amount reflects the transfer of shares of common stock from GRATs to the reporting person. The transfer of shares qualifies as only a change in the form of the reporting person's beneficial ownership and, as such, has not been reported previously.

(3) Reporting person disclaims beneficial ownership of these securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.