Edgar Filing: HILLENBRAND INDUSTRIES INC - Form 4

HILLENBRAND INDUSTRIES INC Form 4 October 04, 2005 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HILLENBRAND W AUGUST Issuer Symbol HILLENBRAND INDUSTRIES (Check all applicable) INC [HB] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) 700 STATE ROUTE 46E 09/30/2005 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting **BATESVILLE, IN 47006** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 5. Amount of 1.Title of 3. 4. Securities 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Beneficially (D) or Indirect Beneficial any Disposed of (D) (Instr. 8) (Month/Day/Year) (Instr. 3, 4 and 5) Owned Ownership **(I)** (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Se

number.

displays a currently valid OMB control

Edgar Filing: HILLENBRAND INDUSTRIES INC - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Deriv Secur Acqui (A) o Dispo of (D (Instr 4, and	rities nired or osed 0) r. 3,					(Iı
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units (Restricted)	<u>(1)</u>	09/30/2005		A <u>(2)</u>		5		<u>(4)</u>	(4)	Common Stock	5	4
Restricted Stock Units (i.e. Deferred Stock Award) 2/13/04	<u>(1)</u>	09/30/2005		A <u>(5)</u>		9		02/14/2005 <u>(3)</u>	<u>(3)</u>	Common Stock	9	, A
Restricted Stock Units (i.e. Deferred Stock Award) 2/11/05	<u>(1)</u>	09/30/2005		A <u>(5)</u>		11		02/12/2006 <u>(3)</u>	<u>(3)</u>	Common Stock	11	,

Reporting Owners

Reporting Owner Name / Address		Relationships							
		Director	10% Owner	Officer	Other				
HILLENBRAND W AUG	UST								
700 STATE ROUTE 46E		Х							
BATESVILLE, IN 47006									
Signatures									
W August									
Hillenbrand	10/04	/2005							
<u>**</u> Signature of Reporting Person	E	Date							

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Conversion or Exercise Price of Derivative Security is 1-for-1.
- (2) Phantom stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- (3) These stock units shall vest on the later of the date indicated, or the six-month anniversary of the date that the Director ceases to be a member of the Board of Directors of the Corporation.
- (4) A portion of these stock units will automatically be converted into shares of common stock on 1/3/2005 and the remainder will be converted on 1/2/06.
- (5) Restricted Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.

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.