Edgar Filing: HILLENBRAND INDUSTRIES INC - Form 4

HILLENB Form 4 October 02	RAND INDUSTR , 2006	IES INC									
FOR	ЛЛ								PPROVAL		
-	this box	Washington, D.C. 20549							3235-02		
if no lo	nger					Expires:	-	January 31, 2005			
subject t Section Form 4	to SIAIEN 16. or	AENT OI	f CHAI	NGES IN SECUI		ICIAL O	WNERSHIP OF	Estimated burden hou	Estimated average burden hours per response 0		
Form 5 obligat may co <i>See</i> Ins 1(b).	ions Section 17	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									
(Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> CAMP KENNETH A			2. Issuer Name and Ticker or Trading Symbol HILLENBRAND INDUSTRIES				5. Relationship of Reporting Person(s) to Issuer				
			INC [HB]				(Check all applicable)				
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)			Director 10% Owner X_ Officer (give title Other (specify below) below)					
1069 STATE ROUTE 46E			09/29/2006				Senior Vice President				
		4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 						
BATESVI	LLE, IN 47006						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8)	4. Securities ionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or V Amount (D) Price			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
D . 1		c 1 1	0								
Reminder: R	eport on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who rest nation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 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. Pi
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	,				(Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (Deferred Stock) 12/3/03 5 yr.	<u>(1)</u>	09/29/2006		A <u>(4)</u>	17	12/04/2006 <u>(2)</u>	(2)	Common Stock	17	\$:
Restricted Stock Units (Deferred Stock Award) 12/15/04 5 yr	<u>(1)</u>	09/29/2006		A <u>(4)</u>	18	12/16/2006 <u>(3)</u>	<u>(3)</u>	Common Stock	18	\$:
Restricted Stock Units (Deferred Stock Award) 11/30/05 5 yr	<u>(1)</u>	09/29/2006		A <u>(4)</u>	18	12/01/2007 <u>(5)</u>	<u>(5)</u>	Common Stock	18	\$:
Restricted Stock Units (Deferred Stock Award) 11/30/05 1 Yr	<u>(1)</u>	09/29/2006		A <u>(4)</u>	2	12/01/2006 <u>(6)</u>	<u>(6)</u>	Common Stock	2	\$ 5
Restricted Stock Units (Deferred Stock Award)	<u>(1)</u>	09/29/2006		A <u>(4)</u>	93	03/17/2007(7)	<u>(7)</u>	Common Stock	93	\$:

3/16/06

Reporting Owners

Reporting Owner Name / Address

Relationships

Officer

Director 10% Owner

Other

CAMP KENNETH A 1069 STATE ROUTE 46E BATESVILLE, IN 47006

Senior Vice President

Signatures

Kenneth A. 10/02/2006 Camp

<u>**</u>Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Conversion or Exercise Price of Derivative Security is 1-for-1.

Restricted Stock Units vest 20% on 12/4/05; 25% on 12/4/06; 25% on 12/4/07; and 30% on 12/4/08. Stock units will automatically be
(2) converted into shares of common stock in accordance with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.

Restricted Stock Units vest 20% on 12/16/06; 25% on 12/16/07; 25% on 12/16/08; and 30% on 12/16/09. Stock units will automatically
(3) be converted into shares of common stock in accordance with the respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.

- (4) Restricted Stock units are entitled to dividend equivalent rights, which accrue on dividend record dates.
- Restricted Stock Units vest 20% on 12/01/07, 25% on 12/01/08, 25% on 12/01/09 and 30% on 12/01/10. Stock units will automatically be (5) converted into shares of common stock in accordance with respective vesting schedule unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights which accrue on dividend record date.
- (6) Restricted Stock Units will automatically be converted into shares of common stock on the vesting date unless a previous deferral election has been made. Stock units are entitled to dividend equivalent rights which accrue on dividend record date.
- Restricted Stock Units vest 15% on 3/17/07, 15% on 3/17/08, 15% on 3/17/09 and 55% on 3/17/10. Stock units will automatically be
 (7) converted into shares of common stock in accordance with the respective vesting schedule unless a previous deferral election has been made.

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.