

HILLENBRAND INDUSTRIES INC
 Form 5
 November 13, 2007

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 HILLENBRAND W AUGUST

2. Issuer Name and Ticker or Trading Symbol
 HILLENBRAND INDUSTRIES INC [HB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 09/30/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

1069 STATE ROUTE 46E

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BATESVILLE, IN 47006

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 01/09/2007 | ^ | G | 1,800 D | \$ ⁽¹⁾ 328,090 ₍₃₎ | D | ^ |
| Common Stock | 01/10/2007 | ^ | G | 209 D | \$ ⁽¹⁾ 328,090 ₍₃₎ | D | ^ |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ | 185,254 ₍₄₎ | I | By GRATs ₍₂₎ |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ | 48,394 ₍₄₎ | I | By Spouse's GRAT ₍₂₎ |

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| | | | | | | | | | |
|--------------|---|---|---|---|---|---|------------------------|---|--|
| Common Stock | Â | Â | Â | Â | Â | Â | 71,771 ⁽³⁾ | I | By Family LLC ⁽²⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 7,423 | I | 2003 Option GRAT ⁽²⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 954,520 ⁽⁵⁾ | I | By Trusts ⁽²⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 0 ⁽⁶⁾ | I | By Limited Partnership |
| Common Stock | Â | Â | Â | Â | Â | Â | 154,584 | I | By Spouse as Co-Trustee ⁽²⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 442,000 | I | Co-Trustee ⁽²⁾ |
| Common Stock | Â | Â | Â | Â | Â | Â | 37,407 | I | By Trusts for Grandchildren ⁽²⁾ |

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

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

SEC 2270 (9-02)

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) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HILLENBRAND W AUGUST 1069 STATE ROUTE 46E BATESVILLE, IN 47006 | Â X | Â | Â | Â |

Signatures

W August
Hillenbraned

11/13/2007

__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) Price - Not Applicable.

(2) The reporting person disclaims beneficial ownership of these securities.

(3) This amount reflects distributions of shares of common stock from a limited liability company to the Reporting Person. Each such distribution qualifies as only a change in the form of the Reporting Person's beneficial ownership and, as such, has not been previously reported.

(4) This amount reflects transfers of limited liability company interests to and distributions of limited liability company interests from GRATs of which the Reporting Person (or the Reporting Person's spouse) is the trustee. Each transfer or distribution of limited liability company interests to or from the GRATs qualifies as only a change in the form of the Reporting Person's beneficial ownership and, as such, has not been previously reported.

(5) This amount excludes shares previously reported by the Reporting Person but that are no longer beneficially owned by the Reporting Person as a result of either (a) the partition of a trust or (b) the Reporting Person's ceasing to serve as trustee of a trust.

(6) Shares held by a limited partnership previously reported by the Reporting Person are no longer being reported, as it has been determined that the Reporting Person does not beneficially own the shares held by the limited partnership.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.