

DENNIS KIMBERLY K
Form 3/A
February 02, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

^ DENNIS KIMBERLY K

(Last) (First) (Middle)

700 STATE ROUTE 46E

(Street)

BATESVILLE,^ IN^ 47006

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

08/01/2003

3. Issuer Name **and** Ticker or Trading Symbol

HILLENBRAND INDUSTRIES INC [HB]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner

X Officer ___ Other

(give title below) (specify below)

VP Project Leadership & IT

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

08/01/2003

6. Individual or Joint/Group

Filing(Check Applicable Line)

X Form filed by One Reporting
Person

___ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

Common Stock

2. Amount of Securities
Beneficially Owned
(Instr. 4)

117 ⁽⁴⁾

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

D ^

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable Expiration
Date Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	08/23/2000 ⁽¹⁾	08/23/2009	Common Stock	333	\$ 29.9687	D	Â
Employee Stock Option (right to buy)	01/17/2001 ⁽¹⁾	01/17/2010	Common Stock	500	\$ 36.3125	D	Â
Employee Stock Option (right to buy)	01/15/2002 ⁽¹⁾	01/15/2011	Common Stock	2,333	\$ 45.3437	D	Â
Employee Stock Option (right to buy)	11/09/2002 ⁽¹⁾	11/09/2011	Common Stock	4,000	\$ 50.11	D	Â
Employee Stock Option (right to buy)	04/09/2003 ⁽¹⁾	04/09/2012	Common Stock	2,000	\$ 61.49	D	Â
Employee Stock Option (right to buy)	12/04/2003 ⁽¹⁾	12/04/2012	Common Stock	4,000	\$ 47.49	D	Â
Phantom Stock Units (Restricted Stock)	01/17/2004	01/17/2004	Common Stock	1,569 ⁽²⁾	\$ 45.3437 ⁽³⁾	D	Â
Employee Stock Option (right to buy)	08/23/2000 ⁽¹⁾	08/23/2009	Common Stock	1,000	\$ 29.9687	I	By Spouse
Employee Stock Option (right to buy)	01/17/2001 ⁽¹⁾	01/17/2010	Common Stock	1,500	\$ 36.3125	I	By Spouse
Employee Stock Option (right to buy)	11/09/2002 ⁽¹⁾	11/09/2011	Common Stock	1,000	\$ 50.11	I	By Spouse
Employee Stock Option (right to buy)	12/04/2003 ⁽¹⁾	12/04/2012	Common Stock	1,500	\$ 47.49	I	By Spouse

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DENNIS KIMBERLY K 700 STATE ROUTE 46E BATESVILLE, IN 47006	Â	Â	Â VP Project Leadership & IT	Â

Signatures

Kimberly K.
Dennis

02/02/2006

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) The option vests in three equal annual installments beginning on the date indicated.

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- (2) Phantom stock units are entitled to dividend equivalent rights, which accrue on dividend record date.
- (3) Conversion or Exercise Price of Derivative Security is 1-for-1.
- (4) To correct initial Form 3 which inadvertently omitted 117 shares of direct holdings acquired before becoming Section 16 Officer.

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

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