

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)

<p>1. Name and Address of Reporting Person *</p> <p>Â DENNIS KIMBERLY K</p> <p>(Last) (First) (Middle)</p> <p>700 STATE ROUTE 46E</p> <p>(Street)</p> <p>BATESVILLE,Â INÂ 47006</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/01/2003</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>HILLENBRAND INDUSTRIES INC [HB]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP Project Leadership & IT</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>08/01/2003</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	117 ⁽⁴⁾	D	Â

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

SEC 1473 (7-02)

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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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	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)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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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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