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DENNIS KIMBERLY K

Form 3/A

February 02, 2006

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires:

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SECURITIESFiled 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement HILLENBRAND INDUSTRIES INC [HB] DENNIS KIMBERLY K (Month/Day/Year) 08/01/2003 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 700 STATE ROUTE 46E 08/01/2003 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other (give title below) (specify below) BATESVILLE, ÂINÂ 47006 Form filed by More than One VP Project Leadership & IT Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock 117 (4) D Â Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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currently valid OMB control number.

Security	Derivative 2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative	Security:	
					Security	Direct (D)	
						or Indirect	

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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					
1 8	Director	10% Owner	Officer	Other		
DENNIS KIMBERLY K 700 STATE ROUTE 46E BATESVILLE, IN 47006	Â	Â	VP Project Leadership & IT	Â		

Signatures

Kimberly K.
Dennis

**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.

Reporting Owners 2

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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. 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.