#### Edgar Filing: HUBBELL INC - Form 4

HUBBELL Form 4												
October 15, FORN Check t	<b>14</b> UNITED	STATES		RITIES A shington			NGE	COMMISSI	ON	OMB Number:	PPROVA 3235 Janua	-0287
if no lor subject Section Form 4 Form 5 obligati may con <i>See</i> Inst 1(b).	to 16. or Filed pur <sup>ons</sup> Section 17(	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								Expires: 20 Estimated average burden hours per response		0.5
(Print or Type	Responses)											
RUSSELL JOHN G Symb				2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer					
				HUBBELL INC [HUBA, HUBB]				(Check all applicable)				
(Last) (First) (Middle) ONE ENERGY PLAZA			3. Date of Earliest Transaction (Month/Day/Year) 10/11/2012			X_ Director 10% Owner Officer (give title Other (specify below) below)						
				f Amendment, Date Original ed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
JACKSON	, MI 49201							Form filed Person	by Mc	re than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securit	ties A	cquired, Dispose	d of,	or Beneficia	lly Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Fo (D (I)	Ownership rm: Direct ) or Indirect str. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al 1ip
Reminder: Re	port on a separate line	e for each clas	ss of sect	urities bene	Perso	ons who	o res	r indirectly. pond to the co ained in this fo			SEC 1474 (9-02)	

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

# 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. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		

	Derivative Security			(A) or Dispose (D) (Instr. 3 and 5)					
			Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Directors Deferred Compensation Stock Units (1)	<u>(1)</u>	10/11/2012	А	2.216	I	(2)	(2)	Class A and Class B Common Stock	2.216
Director Deferred Restricted Class B Share Units (4)	<u>(4)</u>	10/11/2012	А	6.866		<u>(4)</u>	<u>(4)</u>	Class B Common Stock	6.866

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships									
1 0	Director	10% Owner	Officer	Other						
RUSSELL JOHN G ONE ENERGY PLAZA JACKSON, MI 49201	Х									
Signatures										
Megan C. Preneta, Attorney-in- Russell	10/15/2012									

\*\*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) Each Director Deferred Compensation Stock Unit consists of one share each of Class A and Class B Common Stock credited as units under Hubbell's Deferred Compensation Plan for Directors, as amended and restated.
- (2) Deferred Units are payable commencing the fifth business day of January following the reporting person's retirement or separation from the Board.
- (3) Unit price consisting of the closing price of one share each of Class A and Class B Common Stock.

Each Director Deferred Restricted Class B Share Unit is the economic equivalent of one share of Class B Common stock. The Director Deferred Restricted Class B Share Units vest on the date of the next regularly scheduled Annual Meeting of Shareholders to be held in 2012 W to 1 Director D for a 1 Class D for a 1 Class

- (4) Deterred Restricted Class B Share Units visit on the date of the next regularly scheduled runnan meeting of Shareholders to be next in 2013. Vested Director Deferred Class B Share Units will continue to be deferred until payout. Director Deferred Class B Share Units are payable commencing the fifth business day of January following the reporting person's retirement or separation from the Board.
- (5) Unit price consisting of the closing price of one share of Class B Common Stock.

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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