

Edgar Filing: HILLENBRAND INDUSTRIES INC - Form S-8 POS

HILLENBRAND INDUSTRIES INC  
Form S-8 POS  
May 15, 2002

Registration No. 333-49669

As filed with the Securities and Exchange Commission on May 15, 2002

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

HILLENBRAND INDUSTRIES, INC.

-----

(Exact name of registrant as specified in its charter)

INDIANA

35-1160484

-----  
(State or other jurisdiction of  
incorporation or organization)

-----  
(IRS Employer  
Identification No.)

700 State Route 46 East  
BATESVILLE, INDIANA

47006

-----  
(Address of Principal Executive Offices)

-----  
(Zip Code)

1996 STOCK OPTION PLAN

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(Full title of the plan)

Timothy R. Renfroe  
Hillenbrand Industries, Inc.  
700 State Route 46 East  
Batesville, Indiana 47006  
TELEPHONE: (812) 934-7682

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(Name, address and telephone number of agent for service)

The purpose of this Post-Effective Amendment No. 1 is to transfer 294,611 shares of common stock of Hillenbrand Industries, Inc. (the "Company") from this

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Registration Statement to the Registration Statement being filed with the Securities and Exchange Commission on May 15, 2002 with respect to the Company's Stock Incentive Plan.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. EXHIBITS

NUMBER	DESCRIPTION	METHOD OF FILING
24.1	Substitution of Power of Attorney	Filed herewith

SIGNATURES

THE REGISTRANT. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Batesville, State of Indiana, on this 15th day of May, 2002.

HILLENBRAND INDUSTRIES, INC.

By: /S/ FREDERICK W. ROCKWOOD

-----  
Frederick W. Rockwood  
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 has been signed below by the following persons in the capacities indicated on this 15th day of May, 2002.

SIGNATURE

CAPACITY

/S/ FREDERICK W. ROCKWOOD  
-----  
Frederick W. Rockwood

President and Chief Executive Officer and Director

/S/ SCOTT K. SORENSEN  
-----  
Scott K. Sorensen

Vice President and Chief Financial Officer

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/S/ GREGORY N. MILLER

Vice President and Controller

-----  
Gregory N. Miller

\*

Chairman of the Board

-----  
Ray J. Hillenbrand

\*

Director

-----  
Daniel A. Hillenbrand

SIGNATURE

CAPACITY

\*

Director

-----  
John A. Hillenbrand II

\*

Director

-----  
W August Hillenbrand

\*

Director

-----  
Peter F. Coffaro

\*

Director

-----  
Edward S. Davis

\*

Director

-----  
Leonard Granoff

\*

Director

-----  
John C. Hancock

\* By: /S/ TIMOTHY R. RENFROE

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-----,  
as authorized by Power of  
Attorney dated January  
19, 1998 filed as Exhibit  
24 to this Registration  
Statement and  
Substitution of Power of  
Attorney dated May 13,  
2002 filed as Exhibit  
24.1 to this Registration  
Statement

EXHIBIT INDEX

NUMBER	DESCRIPTION	METHOD OF FILING
24.1	Substitution of Power of Attorney	Filed herewith