

# Hillenbrand Inc.

Hillenbrand Inc., One Batesville Blvd., Batesville, 47006, operates the Batesville segment, which sells burial caskets and other death-care products. Hillenbrand also operates a Process Equipment Group, which makes material-handling equipment and systems. In the first fiscal quarter, which ended Dec. 31, Hillenbrand earned \$20.3 million, or 32 cents per share, on revenue of \$384.9 million. In the same period a year earlier, the company earned \$14.3 million, or 23 cents per share, on \$305.2 million in revenue. The company's website is [www.hillenbrandinc.com](http://www.hillenbrandinc.com), and its New York Stock Exchange ticker symbol is HI. Information for Proxy Corner was taken from Yahoo Finance and from the company's proxy statement dated Jan. 8, 2014.

VALUE	2/24/14	00/00/13
Shares of common stock outstanding	63.1 million	62.7 million
Market value of one common share	\$29.49	\$23.99
Market value of common stock	\$1.85 billion	\$1.5 billion

## NOTEWORTHY CONTROL

### Franklin Resources Inc.

Number of shares: 4,811,655  
Percent of shares: 7.7

### BlackRock Fund Advisors

Number of shares: 3,159,918  
Percent of shares: 5.0

### Vanguard Group Inc.

Number of shares: 3,595,861  
Percent of shares: 5.7

## EXECUTIVE COMPENSATION

	Total '13 compensation	Salary Bonus	Stock and option grants (1)	All other pay (2)	% change (3)
<b>Joe Raver</b> CEO and president	\$2,017,393	\$473,291 \$0	\$680,982	\$863,120	-10.6%
<b>Kenneth Camp</b> former CEO and president	\$3,066,595	\$758,710 \$0	\$1,669,486	\$638,399	-16.2%
<b>Kimberly Ryan</b> president of Batesville	\$1,564,434	\$421,278 \$0	\$617,989	\$525,167	22.4%
<b>Cynthia Luchese</b> chief financial officer	\$1,068,647	\$358,905 \$0	\$526,497	\$183,245	10.7%
<b>Scott George</b> senior vice president of corporate development	\$1,220,514	\$409,008 \$0	\$599,988	\$211,518	-19.1%
<b>John Zerkle</b> general counsel and secretary	\$981,919	\$329,252 \$0	\$482,994	\$169,673	10.4%

(1) Grant date fair value of stock and options awards, as calculated in company's proxy statement in its grant of plan-based awards table.

(2) Includes non-equity incentive plan compensation, above-market or preferential earnings on deferred compensation and all other annual compensation.

(3) Percentage increase or decrease in executive's total compensation vs. previous year.

## DIRECTORS

### W August Hillenbrand, 73

Occupation: retired CEO of company  
Number of shares: 1,106,154

### Helen Cornell, 55

Occupation: retired chief financial officer of Gardner Denver Inc.  
Number of shares: 10,444

### Thomas Johnson, 63

Occupation: founder of Johnson Consulting Group  
Number of shares: 29,852

### Eduardo Menasce, 68

Occupation: retired president of the Enterprise Solutions Group for Verizon Communications Inc.  
Number of shares: 32,889

### Neil Novich, 59

Occupation: former chairman, CEO and president of Ryerson Inc.  
Number of shares: 18,783

### Stuart Taylor II, 53

Occupation: CEO of The Taylor Group  
Number of shares: 33,827

### Joe Raver, 47

Occupation: president and CEO of company  
Number of shares: 234,133

### Mark DeLuzio, 57

Occupation: president and CEO of Lean Horizons Consulting LLC  
Number of shares: 41,769

### Joy Greenway, 53

Occupation: former senior vice president of Visteon Corp.  
Number of shares: 2,032

### F. Joseph Loughrey, 64

Occupation: retired president and chief operating officer of Cummins Inc.  
Number of shares: 43,786

### Edward Cloues II, 66

Occupation: former CEO of K-Tron International Inc.  
Number of shares: 15,217