

HUBBELL INC  
Form 4  
February 21, 2014

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MURPHY W ROBERT**

(Last) (First) (Middle)

**C/O HUBBELL  
INCORPORATED, 40  
WATERVIEW DRIVE**

(Street)

**SHELTON, CT 06484**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**HUBBELL INC [HUBA, HUBB]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/19/2014**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Executive VP Marketing & Sales**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Class B Common (\$0.01 Par)	02/19/2014		M		8,752 A \$ 46.96	28,835	D
Class B Common (\$0.01 Par)	02/19/2014		F		5,291 (1) D \$ 119.12	23,544	D
Class B Common (\$0.01 Par)	02/20/2014		S		1,500 (2) D \$ 118.1102 (3)	22,044	D
Class B Common (\$0.01 Par)	02/20/2014		S		1,961 D \$	20,083	D



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- The reporting person undertakes to provide to Hubbell Incorporated, any security holder of Hubbell Incorporated, or the staff of the
- (2) Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in Footnote 3 to this Form 4.
  - (3) The average per share price for the 1,500 shares sold was \$118.1102, with the lowest per share price being \$117.9701 and the highest per share price being \$118.20 per share.
- The reporting person undertakes to provide to Hubbell Incorporated, any security holder of Hubbell Incorporated, or the staff of the
- (4) Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in Footnote 5 to this Form 4.
  - (5) The average per share price for the 1,961 shares sold was \$118.5068, with the lowest per share price being \$118.30 and the highest per share price being \$119.00 per share.
  - (6) 33 1/3% on first anniversary date of grant; 33 1/3% on second anniversary date of grant; balance on third anniversary date of grant

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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