Edgar Filing: HUBBELL INC - Form 4

IUIDDELL INC

Form 4											
August 02, FORN	A 4 UNITED	STATES S	-	PPROVAL 3235-0287							
Form 4 Form 5 obligati may con <i>See</i> Inst 1(b).	nger to 16. or Filed pur ons ntinue.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESExpires:JanuarFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934, ection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940Expires:Januar									
(Print or Type	Responses)										
1. Name and HOFFMA	S	Symbol	r Name and ELL INC		-	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (HUBBELL INC [HUBA, HUBB] (iddle) 3. Date of Earliest Transaction					(Check all applicable)			
101 APAW		Month/E)8/01/2	Day/Year) 006			X_ Director 10% Owner Officer (give title Other (specify below) below)					
RYE, NY			endment, Da nth/Day/Year	-	1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tabl	la I. Non I	Donivotivo	Committee		of on Donoficio	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed	l Pate, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	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		
Reminder: Re	eport on a separate line	e for each clas	ss of secu	urities benef	Perso	ons who re	or indirectly. spond to the colle itained in this form		SEC 1474 (9-02)		

Persons who respond to the collection of SEC 1 information contained in this form are not (9required 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	onof 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 Disposed (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)	\$ 90.4 <u>(2)</u>	08/01/2006	5		А		4.425 (1)		<u>(3)</u>	<u>(3)</u>	Class A and Class B Common Stock	4.425 (1)
Reporting	g Owne	rs										
Reporting Owner Name / Addres		s	Relationsh	iips								
		Director	10% Owner	Officer	Other							
HOFFMAN JO 101 APAWAM		Х										

101 APAWAMIS AVENUE RYE, NY 10580

Signatures

Richard W. Davies Attorney-in-fact for Joel S. Hoffman

**Signature of Reporting Person

08/02/2006 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) Equal number of shares of Class A and Class B Common Stock credited as units under Hubbell's Deferred Compensation Plan for Directors.
- (2) Unit price consisting of the closing price of one share each of Class A and Class B Common Stock.
- (3) Deferred units are payable commencing on the January 1 following the reporting person's retirement or separation from the Board.

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.