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

HUBBELL Form 4 February 05										
									PPROVAL	
	UNITED	STATES		RITIES A shington			NGE C	OMMISSION	OMB Number:	3235-0287
Check th if no lon	ger					Expires:	January 31, 2005			
subject t Section Form 4 o	16. <b>SIAIE</b> N	ATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES						ERSHIP OF	Estimated a burden hou response	iverage
Form 5 obligations may continue. See Instruction 1(b). 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)									
DAVIES RICHARD W Symbol			er Name <b>an</b> o ELL INC				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)			-	1101	נסנ	(Check	c all applicable	)
			ate of Earliest Transaction nth/Day/Year) )1/2007				Director 10% Owner X Officer (give titleX Other (specify below) below) VP General Counsel & Secretary / Trustee of			
MILFORD									Owner Trust	/ I rustee of
	(Street)		4. If Ame	endment, D	ate Origina	1		6. Individual or Joi	int/Group Filir	g(Check
Filed(Mor ORANGE, CT 06477			Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acqu	iired, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4	ed of	(D)	<ul> <li>5. Amount of Securities</li> <li>Beneficially</li> <li>Owned</li> <li>Following</li> <li>Reported</li> <li>Transaction(s)</li> </ul>	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class D				Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Class B Common (\$.01 Par)	02/01/2007			М	25,000	A	\$ 24.594	66,947	D	
Class B Common (\$.01 Par)	02/01/2007			F/K	16,588	D	\$ 48.8	50,359	D	
Class B Common (\$.01 Par)								2,620 <u>(1)</u>	Ι	Shares owned by son $(1)$

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of 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. Nur	nber of	6. Date Exercis	sable and	7. Title	and	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDeriva	ative	Expiration Dat	e	Amount	of	De
Security	or Exercise		any	Code	Securi	ities	(Month/Day/Y	ear)	Underly	ing	Se
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqui	red (A)			Securiti	es	(Ir
	Derivative				or Dis	posed of			(Instr. 3	and 4)	
	Security				(D)						
					(Instr.	3, 4,					
					and 5)	)					
							Date Exercisable	Expiration Date	Title	Amount or Number	
				Code V	(A)	(D)				of Shares	
Employee Stock	\$ 24.594	02/01/2007		М	,	25,000	12/05/2003	12/04/2010	Class B	25,000	\$
Option											

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DAVIES RICHARD W							
C/O HUBBELL INCORPORATED			VP General Counsel &	Trustee of 10%			
584 DERBY MILFORD ROAD			Secretary	Owner Trust			
ORANGE, CT 06477							
<b>A</b> 1 .							

#### Signatures

Richard W. Davies	02/05/2007			
<u>**</u> 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).

The reporting person disclaimed beneficial ownership of these securities, as noted on his Form 5 filed on January 24, 2007, since these

 shares are owned by his non-minor son. These shares were previously reported on Form 4s as Indirect ownership by the reporting person as custodian for his minor son under the UGMA of Connecticut.

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.