Sperry William R Form 3 June 08, 2012

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Sperry William R

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

06/06/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

HUBBELL INC [HUBA, HUBB]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O HUBBELL INCORPORATED, 40 WATERVIEW DRIVE

(Street)

(Check all applicable)

Director _X__ Officer

10% Owner Other

(give title below) (specify below) Senior Vice President & CFO 6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

SHELTON. CTÂ 04848

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Form: Direct (D) 4. Nature of Indirect Beneficial Ownership

(Instr. 5)

or Indirect (I) (Instr. 5)

Class B Common (\$.01 Par)

8,703

Â D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise

5. Ownership Form of Derivative (Instr. 5)

6. Nature of Indirect Beneficial Ownership

Price of Derivative Security:

1

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Appreciation Right	(1)	12/01/2018	Class B Common	19,834	\$ 29.275	D	Â
Stock Appreciation Right	(2)	12/07/2019	Class B Common	11,416	\$ 46.96	D	Â
Stock Appreciation Right	(3)	12/06/2020	Class B Common	9,766	\$ 59.95	D	Â
Stock Appreciation Right	(4)	12/05/2021	Class B Common	12,205	\$ 64.48	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Sperry William R C/O HUBBELL INCORPORATED 40 WATERVIEW DRIVE SHELTON Â CTÂ 04848	Â	Â	Senior Vice President & CFO	Â		

Signatures

Megan C. Preneta, Attorney-in-fact for William R. Sperry

06/08/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 1, 2009 (date of grant was December 1, 2008).
- (2) The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 7, 2010 (date of grant was December 7, 2009).
- (3) The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 6, 2011 (date of grant was December 6, 2010).
- (4) The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 5, 2012 (date of grant was December 5, 2011).

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.

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