

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>SMITH THOMAS P</u>  (Last) (First) (Middle) <u>C/O HUBBELL INCORPORATED</u> <u>584 DERBY MILFORD ROAD</u>  (Street) <u>ORANGE CT 06477</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HUBBELL INC [ HUBA, HUBB ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>11/14/2005</u>  4. If Amendment, Date of Original Filed (Month/Day/Year) <u>11/16/2005</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner X Officer (give title below) Other (specify below) <u>Group Vice President</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common (\$.01 Par)	11/14/2005		M		7,000	A	\$41.688	7,000	D	
Class B Common (\$.01 Par)	11/14/2005		M		9,000	A	\$39.344	16,000	D	
Class B Common (\$.01 Par)	11/14/2005		M		9,300	A	\$36.2	25,300	D	
Class B Common (\$.01 Par)	11/14/2005		S		1,500	D	\$48.36	23,800	D	
Class B Common (\$.01 Par)	11/14/2005		S		400	D	\$48.37	23,400	D	
Class B Common (\$.01 Par)	11/14/2005		S		3,100	D	\$48.38	20,300	D	
Class B Common (\$.01 Par)	11/14/2005		S		900	D	\$48.39	19,400	D	
Class B Common (\$.01 Par)	11/14/2005		S		7,200	D	\$48.4	12,200	D	
Class B Common (\$.01 Par)	11/14/2005		S		300	D	\$48.41	11,900	D	
Class B Common (\$.01 Par)	11/14/2005		S		1,900	D	\$48.42	10,000	D	
Class B Common (\$.01 Par)	11/14/2005		S		1,800	D	\$48.43	8,200	D	
Class B Common (\$.01 Par)	11/14/2005		S		300	D	\$48.44	7,900	D	
Class B Common (\$.01 Par)	11/14/2005		S		1,000	D	\$48.45	6,900	D	
Class B Common (\$.01 Par)	11/14/2005		S		400	D	\$48.46	6,500	D	
Class B Common (\$.01 Par)	11/14/2005		S		300	D	\$48.47	6,200	D	
Class B Common (\$.01 Par)	11/14/2005		S		900	D	\$48.49	5,300	D	
Class B Common (\$.01 Par)	11/14/2005		S		1,200	D	\$48.5	4,100	D	
Class B Common (\$.01 Par)	11/14/2005		S		2,100	D	\$48.51	2,000	D	
Class B Common (\$.01 Par)	11/14/2005		S		400	D	\$48.52	1,600	D	
Class B Common (\$.01 Par)	11/14/2005		S		400	D	\$48.53	1,200	D	
Class B Common (\$.01 Par)	11/14/2005		S		100	D	\$48.56	1,100	D	
Class B Common (\$.01 Par)	11/14/2005		S		100	D	\$48.57	1,000	D	
Class B Common (\$.01 Par)	11/14/2005		S		100	D	\$48.58	900	D	
Class B Common (\$.01 Par)	11/14/2005		S		500	D	\$48.59	400	D	
Class B Common (\$.01 Par)	11/14/2005		S		200	D	\$48.62	200	D	
Class B Common (\$.01 Par)	11/14/2005		S		100	D	\$48.63	100	D	
Class B Common (\$.01 Par)	11/14/2005		S		100	D	\$48.66	0	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table D - Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	V	A	D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Employee Stock Option	\$41.688	11/14/2005		M			7,000	12/10/1999	12/09/2006	Class B	7,000	\$41.688	0	D	
Employee Stock Option	\$39.344	11/14/2005		M			9,000	12/08/2001	12/07/2008	Class B	9,000	\$39.344	0	D	
Employee Stock Option	\$36.2	11/14/2005		M			9,300	(1)	12/01/2012	Class B	9,300	\$36.2	16,700	D	

Explanation of Responses:

1. 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

Remarks:

Richard W. Davies Attorney-  
in-fact for Thomas P. Smith

11/16/2005

\*\* Signature of Reporting Person                      Date

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

\* 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).

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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