UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended MARCH 31, 1997

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from ______ to ______

Commission File Number 1-2958

HUBBELL INCORPORATED

(Exact name of registrant as specified in its charter)

STATE OF CONNECTICUT	06-0397030
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

584 DERBY MILFORD ROAD, ORANGE, CT	06477
(Address of principal executive offices)	(Zip Code)

(203) 799-4100

(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report.)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES X NO

The number of shares of registrant's classes of common stock outstanding as of May 7, 1997 were:

Class A ($.01 par value) 11,368,160

Class B ($.01 par value) 55,840,472

HUBBELL INCORPORATED

PART I - FINANCIAL INFORMATION

ITEM 1 FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEET
(UNAUDITED)
(IN THOUSANDS)

	March 31, 1997	December 31, 1996
ASSETS		
Current Assets:		
Cash and temporary cash investments	$ 119,145	$ 134,397
Accounts receivable (net)	186,712	172,351
Inventories	248,579	244,565
Prepaid taxes	29,075	30,162
Other	6,975	9,713
TOTAL CURRENT ASSETS	590,486	591,188
Property, Plant and Equipment (net)	221,682	217,913
Other Assets:		
Investments	170,964	170,372
Purchase price in excess of net assets of companies acquired (net)	195,725	162,180
Property held as investment	10,580	7,970
Other	42,677	35,817
	$ 1,232,114	$ 1,185,440
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Commercial paper and notes	$ 250	$ 18,635
Accounts payable	48,939	52,485
Accrued salaries, wages and employee benefits	25,122	26,486
Accrued income taxes	53,353	44,039
Dividends payable	17,476	17,177
Accrued restructuring charge	6,656	8,734
Other accrued liabilities	83,401	87,874
TOTAL CURRENT LIABILITIES	235,197	255,430
Long-Term Debt	99,473	99,458
Other Non-Current Liabilities	76,207	74,736
Deferred Income Taxes	13,029	12,670
Shareholders' Equity	808,208	743,146
	$ 1,232,114	$ 1,185,440

See notes to consolidated financial statements

HUBBELL INCORPORATED

CONSOLIDATED STATEMENT OF INCOME
(UNAUDITED)
(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)

	THREE MONTHS ENDED MARCH 31, 1997	
	1997	1996
NET SALES	$ 324,697	$ 304,600
Cost of goods sold	224,621	214,440
GROSS PROFIT	100,076	90,160
Selling & administrative expenses	50,095	46,356
OPERATING INCOME	49,981	43,804
OTHER INCOME (EXPENSE):		
Investment income	4,528	3,876
Interest expense	(1,798)	(2,100)
Other income (expense), net	(855)	(976)
TOTAL OTHER INCOME, NET	1,875	800
INCOME BEFORE INCOME TAXES	51,856	44,604
Provision for income taxes	15,557	12,935
NET INCOME	$ 36,299	$ 31,669
EARNINGS PER SHARE	$ 0.53	$ 0.47

See notes to consolidated financial statements.

HUBBELL INCORPORATED
CONSOLIDATED STATEMENT OF CASH FLOWS
(UNAUDITED)
(IN THOUSANDS)

	THREE MONTHS ENDED MARCH 31, 1997	
CASH FLOWS FROM OPERATING ACTIVITIES	1997	1996
Net income	$ 36,299	$ 31,669
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	11,657	10,776
Deferred income taxes	1,087	779
Changes in assets and liabilities, net of the effect of business acquisitions:		
(Increase)/Decrease in accounts receivable	(9,759)	(16,246)
(Increase)/Decrease in inventories	(1,300)	6,564
(Increase)/Decrease in other current assets	2,859	145
Increase/(Decrease) in current operating liabilities	(3,881)	14,013
Increase/(Decrease) in restructuring accruals	(2,078)	(2,118)
(Increase)/Decrease in other, net	284	1,903
Net cash provided by operating activities	35,168	47,485
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of businesses	--	(31,365)
Additions to property, plant and equipment	(9,797)	(9,928)
Purchases of investments	(4,015)	(242)
Repayments and sales of investments	3,216	4,994
Other, net	(842)	2,151
Net cash used in investing activities	(11,438)	(34,390)
CASH FLOWS FROM FINANCING ACTIVITIES		
Payment of dividends	(17,177)	(15,475)
Commercial paper and notes - borrowings (repayments)	(18,385)	--
Exercise of stock options	685	714
Acquisition of treasury shares	(4,105)	(1,641)
Net cash provided (used) in financing activities	(38,982)	(16,402)
Increase (Decrease) in cash and temporary cash investments	(15,252)	(3,307)
CASH AND TEMPORARY CASH INVESTMENTS		
Beginning of period	134,397	86,984
End of period	$119,145	$ 83,677

See notes to consolidated financial statements

HUBBELL INCORPORATED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
MARCH 31, 1997
(UNAUDITED)

1. Inventories are classified as follows: (in thousands)

	MARCH 31, 1997	DECEMBER 31, 1996
Raw Material	$ 83,036	$ 81,321
Work-in-Process	72,243	71,388
Finished Goods	136,605	134,931
	291,884	287,640
Excess of current Production costs over LIFO cost basis	43,305	43,075
	$248,579	$244,565

2. Shareholders' Equity comprises: (in thousands)

	MARCH 31, 1997	DECEMBER 31, 1996
Common Stock, $.01 par value:		
Class A-authorized 50,000,000 shares, outstanding 11,368,160 and 11,446,120 shares	$ 114	$ 115
Class B-authorized 150,000,000 shares outstanding 55,831,715 and 54,612,590 shares	558	546
Additional paid-in-capital	485,212	438,285
Retained earnings	331,358	312,534
Unrealized holding gains (losses) on securities	83	212
Cumulative translation adjustments	(9,117)	(8,546)
	$ 808,208	$ 743,146

HUBBELL INCORPORATED
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
MARCH 31, 1997
(UNAUDITED)

3. On February 14, 1997, Hubbell acquired Fargo Manufacturing Company, Inc. ("Fargo") based in Poughkeepsie, New York. Fargo manufactures distribution and transmission line products primarily for the electric utility market. Each share of Fargo common stock was converted into a right to receive shares or fractions thereof of Hubbell's Class B Common Stock and accordingly 1,170,572 shares of Class B Common Stock were issued. The acquisition of Fargo has been recorded under the purchase method of accounting with a cost of $42,800,000 net of cash acquired.

   On January 2, 1996, the Company acquired the assets of the Anderson Electrical Connectors business ("Anderson"). Anderson manufactures electrical connectors and associated hardware and tools for the electric utility industry with manufacturing facilities in Alabama and Tennessee. On January 31, 1996, the Company acquired all the outstanding stock of Gleason Reel Corp. ("Gleason") based in Mayville, Wisconsin. Gleason manufactures electric cable management products (including cable and hose reels, protective steel and nylon cable tracks and cable festooning hardware) and a line of ergonomic tool support systems. The businesses were acquired for cash of $31,365,000 and notes of $18,635,000 that mature in one year and were recorded under the purchase method of accounting.

   The costs of the acquired businesses has been allocated to assets acquired and liabilities assumed based on fair values with the residual amount assigned to goodwill, which is being amortized over forty years. The businesses have been included in the financial statements as of their respective acquisition date and had no material effect on the Company's financial position and reported earnings.

4. In the opinion of management, the information furnished in Part I-Financial Information on Form 10-Q reflects all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial statements for the periods indicated.

5. The results of operations for the three months ended March 31, 1997 and 1996 are not necessarily indicative of the results to be expected for the full year.

HUBBELL INCORPORATED

ITEM 2 MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

MARCH 31, 1997

FINANCIAL CONDITION

At March 31, 1997, the Company's financial position remained strong with working capital of $355.3 million and a current ratio of 2.5 to 1. Total borrowings at March 31, 1997, were $99.7 million, 12.3% of shareholders equity.

The net decline in cash and temporary cash investments of $15.3 million for the three months ended March 31, 1997, reflects repayment of the short term notes issued as part of the acquisition of Gleason Reel in 1996 and quarterly dividend payment offset by cash provided from operating activities.

Net cash provided by operating activities reflects higher net income and continued emphasis on working capital management. Accounts receivable increased in line with higher sales. The decrease in current liabilities is due to a lower level of accounts payable primarily due to a lower rate of inventory purchases combined with payment of income taxes, insurance premiums and accrued interest.

The Company believes that currently available cash, borrowing facilities, and its ability to increase its credit lines if needed, combined with internally generated funds should be more than sufficient to fund capital expenditures as well as any increase in working capital that would be required to accommodate a higher level of business activity.

RESULTS OF OPERATIONS

Consolidated net sales increased by 7% with strong growth for the Pulse Communication, Canada and Mexico operations combined with the acquisition of Fargo in 1997 along with Anderson and Gleason which were acquired in January 1996. The acquisitions contributed one percentage point of the sales increase. Operating income increased 14% on higher sales and profitability improvement as the Company entered into the final year of its restructuring program with net operating margins rising to 15.4% from 14.4% in 1996.

Low Voltage segment sales increased 3% on higher shipments of generally all products within the segment along with the inclusion of Gleason which was acquired on January 31, 1996. Operating income increased in line with the higher sales volume.

High Voltage segment sales increased 7% on continued growth for surge arresters and insulators, higher shipments of power cable and the acquisition of Fargo on February 14, 1997. Operating income increased more than 20% on improved profitability and higher sales.

The Other industry segment sales increased 11% as all categories reported higher sales with particularly strong increases for wire management components, switch and outlet boxes and telecommunications products. Operating income increased 20% on higher sales volumes and improved operating efficiencies.

HUBBELL INCORPORATED
MANAGEMENT'S DISCUSSION AND ANALYSIS OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS
MARCH 31, 1997
(CONTINUED)

Sales through the Company's International units increased by 20% on continued growth of the Canadian and Mexican markets particularly for High Voltage products. Operating income from International units increased more than 20% on the higher sales volume and continued profitability improvement of the restructured Canadian and European operations.

The effective income tax rate for 1997 was 30% versus 29% in 1996. The increase in the effective tax rate reflects a higher portion of domestic source income which is due in part to the recently completed acquisition combined with changes in tax regulations regarding corporate owned life insurance and Puerto Rico investment income. Net income increased 15% and earnings per share increased 13%, respectively. Earnings per share includes the impact of the additional shares issued for the Fargo acquisition.

The Company's restructuring program is proceeding according to management's plan. At March 31, 1997, the restructuring accrual balance was $6,656,000. Through March 31, 1997, cumulative costs charged to the restructuring accrual were $43,344,000 as follows (in thousands):

	Personnel Costs	Plant & Equipment Costs Relocation	Disposal	Total
1993	$ 4,456	$ 2,794	$ --	$ 7,250
1994	7,550	2,036	5,225	14,811
1995	3,017	5,048	1,461	9,526
1996	2,223	6,642	814	9,679
1997 Y-T-D	539	1,185	354	2,078
Cumulative	$17,785	$17,705	$7,854	$43,344

Personnel costs include non-cash charges for early retirement programs which have been reclassified to the Company's pension liability totaling $6,203,000 since inception of the restructuring program.

HUBBELL INCORPORATED
PART II -- OTHER INFORMATION

ITEM 4 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the Annual Meeting of Shareholders held on May 5, 1997:

1. The following nine (9) individuals were elected directors of the Company for the ensuing year to serve until the next Annual Meeting of Shareholders of the Company and until their respective successors may be elected and qualified:

NAME OF INDIVIDUAL	VOTES FOR	VOTES WITHHELD
E. Richard Brooks	245,094,800	1,022,042
George W. Edwards, Jr.	245,183,372	933,470
Joel S. Hoffman	244,540,674	1,576,168
Horace G. McDonell	245,182,510	934,332
Andrew McNally IV	245,273,860	842,982
Daniel J. Meyer	245,123,206	933,636
G. Jackson Ratcliffe	245,285,116	831,726
John A. Urquhart	245,159,476	957,366
Malcolm Wallop	244,956,560	1,160,282

2. Price Waterhouse was ratified as independent accountants to examine the annual financial statements for the Company for the year 1997 receiving 245,139,015 affirmative votes, being a majority of the votes cast on the matter all voting as a single class, with 528,343 negative votes and 449,504 votes abstained.

3. The proposal relating to approval of an amendment to the Company's 1973 Stock Option Plan for Key Employees, which appears on pages 18 to 20 of the proxy statement dated March 21, 1997, which proposal is incorporated herein by reference, has been approved with 212,007,802 affirmative votes, being a majority of the votes cast on the matter all voting as a single class, with 4,624,744 negative votes and 2,426,419 votes abstained.

4. The proposal relating to approval of the adoption of the Company's Performance Unit Plan, which appears on pages 21 to 22 of the proxy statement dated March 21, 1997, which proposal is incorporated herein by reference, has been approved with 212,110,647 affirmative votes, being a majority of the votes cast on the matter all voting as a single class, and a majority of the aggregate votes of the outstanding shares having been cast on the proposal, with 4,727,508 negative votes and 2,086,532 votes abstained.

5. The shareholder proposal relating to Board inclusiveness, which appears on pages 22 to 24 of the proxy statement dated March 21, 1997, which proposal is incorporated herein by reference, has been rejected with 18,883,332 affirmative votes, being the affirmative vote of less than a majority of the votes cast on the matter all voting as a single class, with 195,750,528 negative votes, being a majority of the votes cast on the matter all voting as a single class, and 4,290,806 votes abstained.

HUBBELL INCORPORATED
PART II -- OTHER INFORMATION

ITEM 6 EXHIBITS AND REPORTS ON FORM 8-K

EXHIBITS

NUMBER	DESCRIPTION
10b+	Hubbell Incorporated, 1973 Stock Option Plan For Key Employees, as amended effective May 5, 1997. Exhibit A of the registrant's proxy statement, dated March 21, 1997, filed on March 27, 1997, is incorporated by reference.
10q+	Hubbell Incorporated Performance Unit Plan, effective January 1, 1997. Exhibit B of the registrant's proxy statement, dated March 21, 1997, filed on March 27, 1997, is incorporated by reference.
11.	Computation of Earnings Per Share
27.	Financial Data Schedule (Electronic filings only)

+ This exhibit constitutes a management contract, compensatory plan, or arrangement.

REPORTS ON FORM 8-K

There were no reports on Form 8-K filed for the three months ended March 31, 1997.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

HUBBELL INCORPORATED

Dated: May 13, 1997

/s/ H.B. Rowell, Jr.
Harry B. Rowell, Jr.
Executive Vice President
(Chief Financial and Accounting Officer)

EXHIBIT 11

HUBBELL INCORPORATED

COMPUTATION OF EARNINGS PER SHARE

(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)

	THREE MONTHS ENDED MARCH 31,	
	1997	1996
Net Income	$36,299	$31,669
Weighted average number of common shares outstanding during the period	67,200	65,908
Common equivalent shares	1,307	1,196
Average number of shares outstanding	68,507	67,104
Earnings per Share	$ 0.53	$ 0.47

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1,000

3-MOS
DEC-31-1997
MAR-31-1997
119,145
0
193,280
6,568
248,579
590,486
471,945
250,263
1,232,114
235,197
99,473
673
0
0
807,535
1,232,114
324,697
324,697
224,621
224,621
1,875
334
1,798
51,856
15,557
36,299
0
0
0
36,299
0.53
0.53