SEC 1	Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

1. Name and Address of Reporting Person [*] Wegman Darrin S			2. Issuer Name and Ticker or Trading Symbol HUBBELL INC [HUBB]		tionship of Reporting Pe all applicable) Director	erson(s) to Issuer 10% Owner
				X	Officer (give title	Other (specify
(Last)	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)		below)	below)
	· · ·		02/13/2020		Group Preside	ent, C&I
C/O HUBBELL INCORPORATED					•	
40 WATERVIEW DRIVE						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	vidual or Joint/Group Fili	ng (Check Applicable
(Chur at)				Line)		
(Street) SHELTON	СТ	06484		X	Form filed by One Re	porting Person
		00404			Form filed by More th Person	an One Reporting
(City)	(State)	(Zip)				

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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/13/2020		A		1,254 ⁽¹⁾	A	\$0	15,145	D	
Common Stock	02/13/2020		F		395 ⁽²⁾	D	\$149.31	14,750	D	
Common Stock	02/13/2020		A		979 ⁽³⁾	A	\$0	15,729	D	
Common Stock	02/13/2020		F		306 ⁽⁴⁾	D	\$149.31	15,423	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

								-			-				
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. Transa Code (8)		of Expira		Expiration Da	Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$149.49	02/13/2020		A		7,417		(5)	02/13/2030	Common Stock	7,417	\$ 0	7,417	D	

Explanation of Responses:

1. Restricted stock grant, all of which vests on the third anniversary of the date of grant.

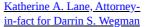
2. Shares withheld for payment of taxes upon vesting of performance-based restricted stock grant.

3. Shares of the Company's Common Stock acquired upon the vesting of a performance share award granted on December 6, 2016, which vested at 72% of the target amount of the award based upon the Company's total shareholder return as compared to the total shareholder return of other companies in the S&P Capital Goods 900 Index.

4. Shares withheld for payment of taxes upon vesting of performance shares.

5. The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on February 13, 2021.

Remarks:



Date

02/18/2020

** Signature of Reporting Person

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.

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 Number.