

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

1. Name and Address of Reporting Person* <u>AMATO GARY N</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>08/20/2003</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)	08/20/2003		M		7,350	A	\$25.715	10,703	D	
Class B Common (\$.01 Par)	08/20/2003		M		8,000	A	\$32.063	18,703	D	
Class B Common (\$.01 Par)	08/20/2003		M		19,000	A	\$27.656	37,703	D	
Class B Common (\$.01 Par)	08/20/2003		S		34,350	D	\$39.5659	3,353	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. 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)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option ⁽¹⁾	\$25.715 ⁽¹⁾	08/20/2003		M		7,350	⁽²⁾	12/12/2004	Class B	7,350	\$25.715 ⁽¹⁾	0	D	
Employee Stock Option ⁽¹⁾	\$32.063 ⁽¹⁾	08/20/2003		M		8,000	⁽²⁾	12/11/2005	Class B	8,000	\$32.063 ⁽¹⁾	0	D	
Employee Stock Option	\$27.656	08/20/2003		M		19,000	12/07/2002	12/06/2009	Class B	19,000	\$27.656	0	D	

Explanation of Responses:

1. Exercise price and share amounts adjusted for two-for-one stock split effective August 9, 1996
2. 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 Gary N. Amato
** Signature of Reporting Person
08/21/2003
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.
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.