

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>Ruland Rodd Richard</u>  (Last) (First) (Middle) <u>C/O HUBBELL INCORPORATED</u> <u>40 WATERVIEW DRIVE</u>  (Street) <u>SHELTON CT 06484</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HUBBELL INC [ HUBB ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>11/06/2019</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>Group President, C&amp;E</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			
Common Stock	11/06/2019		M		1,266	A	\$64.48	14,185.86 <sup>(1)</sup>	D	
Common Stock	11/06/2019		F		738 <sup>(2)</sup>	D	\$144.04	13,447.86	D	
Common Stock	11/06/2019		M		4,162	A	\$83.725	17,609.86	D	
Common Stock	11/06/2019		F		2,844 <sup>(2)</sup>	D	\$144.04	14,765.86	D	
Common Stock	11/06/2019		M		3,971	A	\$107.865	18,736.86	D	
Common Stock	11/06/2019		F		3,276 <sup>(2)</sup>	D	\$144.04	15,460.86	D	
Common Stock	11/06/2019		M		3,835	A	\$106.44	19,295.86	D	
Common Stock	11/06/2019		F		3,228 <sup>(2)</sup>	D	\$144.04	16,067.86	D	
Common Stock	11/06/2019		M		3,029	A	\$109.065	19,096.86	D	
Common Stock	11/06/2019		F		2,583 <sup>(2)</sup>	D	\$144.04	16,513.86	D	
Common Stock	11/06/2019		S		3,594	D	\$143.959 <sup>(3)</sup>	12,919.86	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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$64.48	11/06/2019		M			1,266	(4)	12/05/2021	Common Stock	1,266	\$0	0	D	
Stock Appreciation Right	\$83.725	11/06/2019		M			4,162	(5)	12/04/2022	Common Stock	4,162	\$0	0	D	
Stock Appreciation Right	\$107.865	11/06/2019		M			3,971	(6)	12/10/2023	Common Stock	3,971	\$0	0	D	
Stock Appreciation Right	\$106.44	11/06/2019		M			3,835	(7)	12/02/2024	Common Stock	3,835	\$0	0	D	
Stock Appreciation Right	\$109.065	11/06/2019		M			3,029	(8)	07/01/2025	Common Stock	3,029	\$0	0	D	

Explanation of Responses:

1. This total includes reinvested dividends that have been paid on the individual's securities.
2. The shares withheld by the Issuer were calculated on the spread between the price of the SAR and the market price on the date the SAR was exercised. The payment of withholding taxes for the SAR that was exercised on this date was also included in this number.

3. The transaction was executed in multiple trades at prices ranging from \$143.85 to \$144.115. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide, upon request, to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.
4. The stock appreciation right vested and became exercisable in three equal annual installments beginning on December 5, 2012.
5. The stock appreciation right vested and became exercisable in three equal annual installments beginning on December 4, 2013.
6. The stock appreciation right vested and became exercisable in three equal annual installments beginning on December 10, 2014.
7. The stock appreciation right vested and became exercisable in three equal annual installments beginning on December 2, 2015.
8. The stock appreciation right vested and became exercisable in three equal annual installments beginning on July 1, 2016.

Remarks:

<a href="#"><u>Katherine A. Lane, Attorney-in-fact for Rodd Ruland</u></a>	<a href="#"><u>11/08/2019</u></a>
** 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.

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.