

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>Hsieh An-Ping</u> (Last) (First) (Middle) <u>C/O HUBBELL INCORPORATED</u> <u>40 WATERVIEW DRIVE</u> (Street) <u>SHELTON</u> <u>CT</u> <u>06484</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HUBBELL INC</u> [<u>HUBB</u>] 3. Date of Earliest Transaction (Month/Day/Year) <u>03/15/2019</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>Senior VP General Counsel</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	03/15/2019		M		8,919	A	\$83.725	24,376	D	
Common Stock	03/15/2019		F		6,989 ⁽¹⁾	D	\$122.265	17,387	D	
Common Stock	03/15/2019		M		11,829	A	\$107.865	29,216	D	
Common Stock	03/15/2019		F		11,015 ⁽¹⁾	D	\$122.21	18,201	D	
Common Stock	03/15/2019		M		11,044	A	\$106.44	29,245	D	
Common Stock	03/15/2019		F		10,279 ⁽¹⁾	D	\$122.24	18,966	D	
Common Stock	03/15/2019		M		15,300	A	\$97.48	34,266	D	
Common Stock	03/15/2019		F		13,638 ⁽¹⁾	D	\$122.24	20,628	D	
Common Stock	03/15/2019		M		6,641	A	\$97.48	27,269	D	
Common Stock	03/15/2019		F		5,919 ⁽¹⁾	D	\$122.28	21,350	D	
Common Stock	03/15/2019		M		11,166	A	\$113.69	32,516	D	
Common Stock	03/15/2019		F		10,744 ⁽¹⁾	D	\$122.32	21,772	D	
Common Stock	03/15/2019		S		6,315	D	\$122.315	15,457	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	\$83.725	03/15/2019		M			8,919	⁽²⁾	12/04/2022	Common Stock	8,919	\$0	0	D	
Stock Appreciation Right	\$107.865	03/15/2019		M			11,829	⁽³⁾	12/10/2023	Common Stock	11,829	\$0	0	D	
Stock Appreciation Right	\$106.44	03/15/2019		M			11,044	⁽⁴⁾	12/02/2024	Common Stock	11,044	\$0	0	D	
Stock Appreciation Right	\$97.48	03/15/2019		M			21,941	⁽⁵⁾	12/08/2025	Common Stock	21,941	\$0	0	D	
Stock Appreciation Right	\$113.69	03/15/2019		M			11,166	⁽⁶⁾	12/06/2026	Common Stock	11,166	\$0	5,583	D	

Explanation of Responses:

1. 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.
- 2. The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 4, 2013.
 - 3. The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 10, 2014.
 - 4. The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 2, 2015.
 - 5. The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 8, 2016.
 - 6. The stock appreciation right vests and becomes exercisable in three equal annual installments beginning on December 6, 2017.

Remarks:

Katherine A. Lane, Attorney-in-
fact for An-Ping Hsieh 03/19/2019

** 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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