

HUBBELL INC
Form 4
May 12, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
AMATO GARY N

(Last) (First) (Middle)

C/O HUBBELL
INCORPORATED, 584 DERBY
MILFORD ROAD

(Street)

ORANGE, CT 06477

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HUBBELL INC [HUBA, HUBB]

3. Date of Earliest Transaction
(Month/Day/Year)
05/11/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)
				(A) or (D)	Price		
Class B Common (\$0.01 Par)	05/11/2006		M	1,300	A \$ 41.688	6,066	D
Class B Common (\$0.01 Par)	05/11/2006		M	11,000	A \$ 47.125	17,066	D
Class B Common (\$0.01 Par)	05/11/2006		M	15,000	A \$ 39.344	32,066	D
Class B Common (\$0.01 Par)	05/11/2006		M	35,000	A \$ 27.81	67,066	D

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Common (\$01 Par)							
Class B Common (\$01 Par)	05/11/2006	M	30,000	A	\$ 36.2	97,066	D
Class B Common (\$01 Par)	05/11/2006	S	500	D	\$ 50.64	96,566	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.65	96,466	D
Class B Common (\$01 Par)	05/11/2006	S	700	D	\$ 50.66	95,766	D
Class B Common (\$01 Par)	05/11/2006	S	500	D	\$ 50.68	95,266	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.71	95,166	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.77	95,066	D
Class B Common (\$01 Par)	05/11/2006	S	400	D	\$ 50.78	94,666	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.81	94,566	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.82	94,466	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.84	94,366	D
Class B Common (\$01 Par)	05/11/2006	S	900	D	\$ 50.85	93,466	D
Class B Common (\$01 Par)	05/11/2006	S	800	D	\$ 50.89	92,666	D
Class B Common (\$01 Par)	05/11/2006	S	3,200	D	\$ 50.9	89,466	D

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Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.91	89,366	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.92	89,266	D
Class B Common (\$01 Par)	05/11/2006	S	300	D	\$ 50.94	88,966	D
Class B Common (\$01 Par)	05/11/2006	S	300	D	\$ 50.95	88,666	D
Class B Common (\$01 Par)	05/11/2006	S	300	D	\$ 50.97	88,366	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 50.98	88,266	D
Class B Common (\$01 Par)	05/11/2006	S	72,700	D	\$ 51	15,566	D
Class B Common (\$01 Par)	05/11/2006	S	800	D	\$ 51.01	14,766	D
Class B Common (\$01 Par)	05/11/2006	S	600	D	\$ 51.05	14,166	D
Class B Common (\$01 Par)	05/11/2006	S	100	D	\$ 51.06	14,066	D
Class B Common (\$01 Par)	05/11/2006	S	200	D	\$ 51.11	13,866	D
Class B Common (\$01 Par)	05/11/2006	S	1,100	D	\$ 51.15	12,766	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option	\$ 41.688	05/11/2006		M	1,300	12/10/1999 12/09/2006	Class B	1,300
Employee Stock Option	\$ 47.125	05/11/2006		M	11,000	12/09/2000 12/08/2007	Class B	11,000
Employee Stock Option	\$ 39.344	05/11/2006		M	15,000	12/08/2001 12/07/2008	Class B	15,000
Employee Stock Option	\$ 27.81	05/11/2006		M	35,000	12/04/2004 12/03/2011	Class B	35,000
Employee Stock Option	\$ 36.2	05/11/2006		M	30,000	⁽¹⁾ 12/01/2012	Class B	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AMATO GARY N C/O HUBBELL INCORPORATED 584 DERBY MILFORD ROAD ORANGE, CT 06477			Vice President	

Signatures

Richard W. Davies Attorney-in-fact for Gary N. Amato
Date: 05/12/2006

Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) 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

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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