#### DAVIES RICHARD W

Form 4

February 16, 2010

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB 3235-0287

Number: January 31, Expires:

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2005

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DAVIES RICHARD W			Symbol	2. Issuer Name and Ticker or Trading Symbol HUBBELL INC [HUBA, HUBB]					5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)  C/O HUBBELL INCORPORATED, 584 DERBY MILFORD ROAD			(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 02/11/2010					(Check all applicable)  Director 10% Owner _X_ Officer (give title _X Other (specify below)  VP General Counsel & Secretary / Trustee of 10% Owner Trust			
				4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
ORANGE, CT 06477				nth/Day/Year	)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)									ly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or				5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficially Owned Indirect (I) Owner Following (Instr. 4)					
Class B				Code V	Amount	(D)	Price					
Common (\$.01 Par)	02/11/2010			A	2,781	A	\$ 0 (1)	54,456	D			
Class B Common (\$.01 Par)	02/11/2010			F(2)	1,003	D	\$ 44.35	53,453	D			
Class B Common (\$.01 Par)								2,620	I	Shares owned by son (3)		

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

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	ofNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5		Amou Under Secur (Instr.	rlying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

DAVIES RICHARD W C/O HUBBELL INCORPORATED 584 DERBY MILFORD ROAD ORANGE, CT 06477

Trustee of 10% VP General Counsel & Owner Trust Secretary

### **Signatures**

/s/Richard W. 02/11/2010 **Davies** 

\*\*Signature of Date

Reporting Person

## **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).
  - Settlement of performance shares granted on February 9, 2007, which vested based on the Company's total shareholder return as
- (1) compared to the total shareholder return of other companies in the S&P Mid-Cap 400 Index and improvements in the Company's operating margins.
- (2) Shares withheld for payment of taxes upon vesting of performance shares.
- The reporting person disclaims beneficial ownership of these securities, as noted on his Form 5 filed on January 24, 2007, since these
- share are owned by his non-minor son. These shares were previously reported on Form 4s as Indirect ownership by the reporting person as custodian for his minor son under the UGMA of Connecticut.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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