

SMITH THOMAS P
Form 4
November 16, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
SMITH THOMAS P

(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)
11/14/2005

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)
Group 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			
				Code	V	Amount		
Class B Common (\$0.01 Par)	11/14/2005		M	7,000	A	\$ 41.688	7,000	D
Class B Common (\$0.01 Par)	11/14/2005		M	9,000	A	\$ 39.344	16,000	D
Class B Common (\$0.01 Par)	11/14/2005		M	9,300	A	\$ 36.2	25,300	D
Class B Common (\$0.01 Par)	11/14/2005		S	1,500	D	\$ 48.36	23,800	D

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Common (\$01 Par)							
Class B Common (\$01 Par)	11/14/2005	S	400	D	\$ 48.37	23,400	D
Class B Common (\$01 Par)	11/14/2005	S	3,100	D	\$ 48.38	20,300	D
Class B Common (\$01 Par)	11/14/2005	S	900	D	\$ 48.39	19,400	D
Class B Common (\$01 Par)	11/14/2005	S	7,200	D	\$ 49.4	12,200	D
Class B Common (\$01 Par)	11/14/2005	S	300	D	\$ 48.41	11,900	D
Class B Common (\$01 Par)	11/14/2005	S	1,900	D	\$ 48.42	10,000	D
Class B Common (\$01 Par)	11/14/2005	S	1,800	D	\$ 48.43	8,200	D
Class B Common (\$01 Par)	11/14/2005	S	300	D	\$ 48.44	7,900	D
Class B Common (\$01 Par)	11/14/2005	S	1,000	D	\$ 48.45	6,900	D
Class B Common (\$01 Par)	11/14/2005	S	400	D	\$ 48.46	6,500	D
Class B Common (\$01 Par)	11/14/2005	S	300	D	\$ 48.47	6,200	D
Class B Common (\$01 Par)	11/14/2005	S	900	D	\$ 48.49	5,300	D
Class B Common (\$01 Par)	11/14/2005	S	1,200	D	\$ 48.5	4,100	D
Class B Common (\$01 Par)	11/14/2005	S	2,100	D	\$ 48.51	2,000	D

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Class B Common (\$01 Par)	11/14/2005	S	400	D	\$ 48.52	1,600	D
Class B Common (\$01 Par)	11/14/2005	S	400	D	\$ 48.53	1,200	D
Class B Common (\$01 Par)	11/14/2005	S	100	D	\$ 48.56	1,100	D
Class B Common (\$01 Par)	11/14/2005	S	100	D	\$ 48.57	1,000	D
Class B Common (\$01 Par)	11/14/2005	S	100	D	\$ 48.58	900	D
Class B Common (\$01 Par)	11/14/2005	S	500	D	\$ 48.59	400	D
Class B Common (\$01 Par)	11/14/2005	S	200	D	\$ 48.62	200	D
Class B Common (\$01 Par)	11/14/2005	S	100	D	\$ 48.63	100	D
Class B Common (\$01 Par)	11/14/2005	S	100	D	\$ 48.66	0	D

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 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. Pr Deri Secu (Inst	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or

								Number of Shares	
Employee Stock Option	\$ 41.688	11/14/2005	M	7,000	12/10/1999	12/09/2006	Class B	7,000	\$ 4
Employee Stock Option	\$ 39.344	11/14/2005	M	9,000	12/08/2001	12/07/2008	Class B	9,000	\$ 3
Employee Stock Option	\$ 36.2	11/14/2005	M	9,300	<u>(1)</u>	12/01/2012	Class B	9,300	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH THOMAS P C/O HUBBELL INCORPORATED 584 DERBY MILFORD ROAD ORANGE, CT 06477			Group Vice President	

Signatures

Richard W. Davies Attorney-in-fact for Thomas P.
Smith

11/16/2005

__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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