HUBBELL INC Form 5/A February 05, 2007

FORM 5

OMB APPROVAL

OMB

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

3235-0362 Number: January 31, Expires:

2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to

DAVIES RICHARD W Symbol

HUBBELL INC [HUBA, HUBB]

Issuer

(First) (Middle) (Last)

3. Statement for Issuer's Fiscal Year Ended

(Check all applicable)

C/O HUBBELL

(Street)

(State)

(Month/Day/Year) Director 12/31/2006

10% Owner _ Officer (give title __X__ Other (specify below) below)

INCORPORATED, Â 584 DERBY MILFORD ROAD

VP General Counsel & Secretary / Trustee of

10% Owner Trust

(Zin)

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

01/24/2007

6. Individual or Joint/Group Reporting

(check applicable line)

ORANGE, CTÂ 06477

(City)

X Form Filed by One Reporting Person Form Filed by More than One Reporting

(City)	(State) (.	Table Table	e I - Non-Deri	vative Sec	curitie	s Acqu	ired, Disposed o	f, or Beneficial	lly 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. Securi Acquired Disposed (Instr. 3,	d (A) of (D) 4 and (A) or))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common (\$.01 Par)	06/27/2006	Â	G	50 (1)	A	\$0	50	I	Shares owned by son (1)
Class A Common (\$.01 Par)	Â	Â	Â	Â	Â	Â	24,394	D	Â

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

Persons who respond to the collection of information contained in this form are not required to respond unless **SEC 2270** (9-02)

Edgar Filing: HUBBELL INC - Form 5/A

the form displays a currently valid OMB control number.

of

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	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration		Number		
						Exercisable Da	Date		of		
					(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
copy and a sum of a sum of	Director	10% Owner	Officer	Other		
DAVIES RICHARD W C/O HUBBELL INCORPORATED	Â	Â	VP General Counsel &	Trustee of 10%		
584 DERBY MILFORD ROAD ORANGE, CT 06477			Secretary	Owner Trust		

Signatures

Richard W.
Davies

**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).

The reporting person disclaims beneficial ownership of these securities, which are owned by his non-minor son, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose. The reporting person also no longer has beneficial ownership of 2,620 shares of Hubbell Class B Common stock owned by his non-minor son and included in the reporting person's prior ownership reports.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2