

Benoist Gray G
Form 4
February 15, 2012

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Benoist Gray G

(Last) (First) (Middle)

7733 FORSYTH BOULEVARD,
SUITE 800

(Street)

ST. LOUIS, MO 63105

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BELDEN INC. [BDC]

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

02/15/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Senior VP

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/15/2012		S		100	D	\$ 39.15	53,481	D
Common Stock	02/15/2012		S		400	D	\$ 39.151	53,081	D
Common Stock	02/15/2012		S		100	D	\$ 39.17	52,981	D
Common Stock	02/15/2012		S		300	D	\$ 39.171	52,681	D
Common Stock	02/15/2012		S		300	D	\$ 39.175	52,381	D

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Common Stock	02/15/2012	S	100	D	\$ 39.1772	52,281	D
Common Stock	02/15/2012	S	100	D	\$ 39.18	52,181	D
Common Stock	02/15/2012	S	700	D	\$ 39.181	51,481	D
Common Stock	02/15/2012	S	325	D	\$ 39.202	51,156	D
Common Stock	02/15/2012	S	375	D	\$ 39.222	50,781	D
Common Stock	02/15/2012	S	130	D	\$ 39.25	50,651	D
Common Stock	02/15/2012	S	800	D	\$ 39.251	49,851	D
Common Stock	02/15/2012	S	100	D	\$ 39.2521	49,751	D
Common Stock	02/15/2012	S	200	D	\$ 39.253	49,551	D
Common Stock	02/15/2012	S	300	D	\$ 39.254	49,251	D
Common Stock	02/15/2012	S	170	D	\$ 39.2566	49,081	D
Common Stock	02/15/2012	S	200	D	\$ 39.273	48,881	D
Common Stock	02/15/2012	S	200	D	\$ 39.283	48,681	D
Common Stock	02/15/2012	S	100	D	\$ 39.284	48,581	D
Common Stock	02/15/2012	S	100	D	\$ 39.294	48,481	D
Common Stock	02/15/2012	S	52	D	\$ 39.301	48,429	D
Common Stock	02/15/2012	S	400	D	\$ 39.304	48,029	D
Common Stock	02/15/2012	S	399	D	\$ 39.31	47,630	D
Common Stock	02/15/2012	S	400	D	\$ 39.311	47,230	D
Common Stock	02/15/2012	S	300	D	\$ 39.313	46,930	D
	02/15/2012	S	200	D	\$ 39.314	46,730	D

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Common
Stock

Common Stock	02/15/2012	S	100	D	\$ 39.315	46,630	D
Common Stock	02/15/2012	S	100	D	\$ 39.3206	46,530	D
Common Stock	02/15/2012	S	900	D	\$ 39.321	45,630	D
Common Stock	02/15/2012	S	49	D	\$ 39.324	45,581	D

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

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Benoist Gray G
7733 FORSYTH BOULEVARD, SUITE 800
ST. LOUIS, MO 63105

Senior VP

Signatures

/s/ Gray G.
Benoist 02/15/2012

__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).

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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