BELDEN INC. Form 4 March 05, 2014

# FORM 4

# **OMB APPROVAL**

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(C:tr.)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Trivedi Dhrupad Symbol

(Middle)

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

BELDEN INC. [BDC]

1 NORTH BRENTWOOD

(Street)

(Ctota)

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 03/03/2014

Director 10% Owner

(Check all applicable)

Other (specify X\_ Officer (give title below) President, Industrial IT

**BOULEVARD, 15TH FLOOR** 

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

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

ST. LOUIS, MO 63105

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)		sed of	` ′	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)
Common Stock	03/03/2014		Code V  M(1)	Amount 3,770	(D)	Price \$ 35.83	5,159	D	
Common Stock	03/03/2014		D	2,608 (2)	D	\$ 70.495	2,551	D	
Common Stock	03/04/2014		S(3)	1,162	D	\$ 72.0466	1,389	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

### Edgar Filing: BELDEN INC. - Form 4

#### number.

# 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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	ctionof D Secu	umber erivative urities uired	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
	Security				Disp (D)	bosed of tr. 3, 4,				
				Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amous or Number of Shares
Stock Appreciation Rights	\$ 35.83	03/03/2014		M(1)	,	, ,	03/01/2014	03/01/2021	Common Stock	3,77

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Trivedi Dhrupad 1 NORTH BRENTWOOD BOULEVARD, 15TH FLOOR

President, Industrial IT

# **Signatures**

ST. LOUIS, MO 63105

/s/ Brian E. Anderson, attorney-in-fact for Dhrupad Trivedi

03/05/2014

\*\*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) The exercise reported was effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Trivedi on February 15, 2013.
- This represents the difference between the number of SARs exercised (3,770) and the number of shares issued as a result of the exercise (1,162). The number of shares to be issued under a SAR exercise is determined by multiplying the number of SARs being exercised by the difference between the FMV on the date of exercise (\$70.495) and the exercise price (\$35.83). Additional shares are then withheld to satisfy the Company's tax withholding obligations.
- (3) The sale reported was effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Trivedi on February 15, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

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