

STAPLES CATHY O
Form 4
December 13, 2010

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
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(Print or Type Responses)

| | | | | |
|--|---------|----------|--|---|
| 1. Name and Address of Reporting Person * STAPLES CATHY O | | | 2. Issuer Name and Ticker or Trading Symbol BELDEN INC. [BDC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 12/09/2010 | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title <input type="checkbox"/> Other (specify below) below) SVP, Human Resources |
| 7733 FORSYTH BOULEVARD, SUITE 800 (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| ST. LOUIS, MO 63105 (City) (State) (Zip) | | | | |

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|---|--|-----------------------------------|
| | | | Code | V | Amount | Price | | |
| Common Stock | 12/09/2010 | | M | | 8,000 | \$ 26.38 | 55,390 | D |
| Common Stock | 12/09/2010 | | M | | 10,000 | \$ 20.865 | 65,390 | D |
| Common Stock | 12/09/2010 | | S | | 900 | \$ 37.001 | 64,490 | D |
| Common Stock | 12/09/2010 | | S | | 600 | \$ 37.012 | 63,890 | D |
| Common Stock | 12/09/2010 | | S | | 600 | \$ 36.991 | 63,290 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.998 | 63,190 | D |
| Common Stock | 12/09/2010 | S | 800 | D | \$ 36.99 | 62,390 | D |
| Common Stock | 12/09/2010 | S | 300 | D | \$ 36.962 | 62,090 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.944 | 61,990 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.936 | 61,890 | D |
| Common Stock | 12/09/2010 | S | 300 | D | \$ 36.934 | 61,590 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.95 | 61,490 | D |
| Common Stock | 12/09/2010 | S | 600 | D | \$ 36.924 | 60,890 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.888 | 60,790 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.886 | 60,690 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.87 | 60,590 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.866 | 60,490 | D |
| Common Stock | 12/09/2010 | S | 1,100 | D | \$ 36.85 | 59,390 | D |
| Common Stock | 12/09/2010 | S | 300 | D | \$ 36.826 | 59,090 | D |
| Common Stock | 12/09/2010 | S | 300 | D | \$ 36.8 | 58,790 | D |
| Common Stock | 12/09/2010 | S | 100 | D | \$ 36.796 | 58,690 | D |
| Common Stock | 12/09/2010 | S | 1,000 | D | \$ 36.681 | 57,690 | D |
| Common Stock | 12/09/2010 | S | 300 | D | \$ 36.678 | 57,390 | D |
| Common Stock | 12/09/2010 | S | 300 | D | \$ 36.66 | 57,090 | D |
| Common Stock | 12/09/2010 | S | 200 | D | \$ 36.684 | 56,890 | D |
| | 12/09/2010 | S | 100 | D | | 56,790 | D |

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| | | | | | | | | |
|--------------|------------|--|---|-----|--------|----|--------|---|
| Common Stock | | | | | \$ | | | |
| | | | | | 36.661 | | | |
| Common Stock | 12/09/2010 | | S | 100 | D | \$ | 56,690 | D |
| | | | | | 36.682 | | | |
| Common Stock | 12/09/2010 | | S | 500 | D | \$ | 56,190 | D |
| | | | | | 36.671 | | | |
| Common Stock | 12/09/2010 | | S | 200 | D | \$ | 55,990 | D |
| | | | | | 36.692 | | | |
| Common Stock | 12/09/2010 | | S | 100 | D | \$ | 55,890 | D |
| | | | | | 36.722 | | | |

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 the form displays a currently valid OMB control number.

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(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options | \$ 26.38 | 12/09/2010 | | M | 8,000 | 02/14/2002 ⁽¹⁾ | 02/14/2011 | Common Stock | 8,000 |
| Stock Options | \$ 20.865 | 12/09/2010 | | M | 10,000 | 02/18/2003 ⁽²⁾ | 02/18/2012 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STAPLES CATHY O 7733 FORSYTH BOULEVARD, SUITE 800 ST. LOUIS, MO 63105 | | | SVP, Human Resources | |

Signatures

/s/ Cathy O.
Staples

12/13/2010

__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) One-third of the options vested on the first (02/14/2002), second (02/14/2003), and third (02/14/2004) anniversaries of the grant.
- (2) One-third of the options vested on the first (02/18/2003), second (02/18/2004), and third (02/18/2005) anniversaries of the 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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