

BERGUM WILLIAM R A

Form 3

February 22, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

Â BERGUM WILLIAM R A

(Last)

(First)

(Middle)

4545 W. BROWN DEER ROAD

(Street)

MILWAUKEE,Â WIÂ 53223

(City)

(State)

(Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/17/2006

3. Issuer Name and Ticker or Trading Symbol

BADGER METER INC [BMI]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

VP-Gen. Counsel and Secretary

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

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 Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Common Stock

989.8407

I

ESSOP

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)

Date Exercisable

Expiration Date

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Title

Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:  
Direct (D)  
or Indirect6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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|                              |            |            |              | Shares |           | (I)<br>(Instr. 5) |   |
|------------------------------|------------|------------|--------------|--------|-----------|-------------------|---|
| Stock Options - Right to Buy | 01/23/2005 | 01/23/2014 | Common Stock | 2,000  | \$ 18.275 | D                 | Â |
| Stock Options - Right to Buy | 01/23/2005 | 01/23/2014 | Common Stock | 600    | \$ 18.275 | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| BERGUM WILLIAM R A<br>4545 W. BROWN DEER ROAD<br>MILWAUKEE, WI 53223 | Â             | Â         | Â VP-Gen. Counsel and Secretary | Â     |

## Signatures

William R A  
Bergum 02/21/2006

Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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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