

STAPLES CATHY O
Form 4
May 02, 2011

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 *
STAPLES CATHY O

(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)
05/02/2011

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 below) ____ Other (specify below)

SVP, Human Resources

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 | 05/02/2011 | | M | | 17,000 | A | \$ 22.665 | 63,314 | D |
| Common Stock | 05/02/2011 | | S | | 300 | D | \$ 39.01 | 63,014 | D |
| Common Stock | 05/02/2011 | | S | | 100 | D | \$ 39.018 | 62,914 | D |
| Common Stock | 05/02/2011 | | S | | 414 | D | \$ 39.021 | 62,500 | D |
| Common Stock | 05/02/2011 | | S | | 400 | D | \$ 39.03 | 62,100 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|--------|---|
| Common Stock | 05/02/2011 | S | 700 | D | \$ 39.031 | 61,400 | D |
| Common Stock | 05/02/2011 | S | 100 | D | \$ 39.036 | 61,300 | D |
| Common Stock | 05/02/2011 | S | 1,800 | D | \$ 39.041 | 59,500 | D |
| Common Stock | 05/02/2011 | S | 300 | D | \$ 39.042 | 59,200 | D |
| Common Stock | 05/02/2011 | S | 400 | D | \$ 39.046 | 58,800 | D |
| Common Stock | 05/02/2011 | S | 200 | D | \$ 39.048 | 58,600 | D |
| Common Stock | 05/02/2011 | S | 300 | D | \$ 39.0501 | 58,300 | D |
| Common Stock | 05/02/2011 | S | 200 | D | \$ 39.0601 | 58,100 | D |
| Common Stock | 05/02/2011 | S | 1,500 | D | \$ 39.07 | 56,600 | D |
| Common Stock | 05/02/2011 | S | 500 | D | \$ 39.071 | 56,100 | D |
| Common Stock | 05/02/2011 | S | 2,593 | D | \$ 39.08 | 53,507 | D |
| Common Stock | 05/02/2011 | S | 407 | D | \$ 39.082 | 53,100 | D |
| Common Stock | 05/02/2011 | S | 2,713 | D | \$ 39.1 | 50,387 | D |
| Common Stock | 05/02/2011 | S | 1,100 | D | \$ 39.101 | 49,287 | D |
| Common Stock | 05/02/2011 | S | 100 | D | \$ 39.112 | 49,187 | D |
| Common Stock | 05/02/2011 | S | 200 | D | \$ 39.114 | 48,987 | D |
| Common Stock | 05/02/2011 | S | 300 | D | \$ 39.116 | 48,687 | D |
| Common Stock | 05/02/2011 | S | 1,500 | D | \$ 39.12 | 47,187 | D |
| Common Stock | 05/02/2011 | S | 287 | D | \$ 39.126 | 46,900 | D |
| Common Stock | 05/02/2011 | S | 300 | D | \$ 39.131 | 46,600 | D |
| | 05/02/2011 | S | 100 | D | \$ 39.134 | 46,500 | D |

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Common
Stock

| | | | | | | | |
|-----------------|------------|---|-----|---|----------|--------|---|
| Common Stock | 05/02/2011 | S | 186 | D | \$ 39.14 | 46,314 | D |
|-----------------|------------|---|-----|---|----------|--------|---|

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

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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) | Amount or Number of Shares |
|---|--|---|---|--------------------------------------|--|--|---|-------------------------------------|
| Stock Options | \$ 22.665 | 05/02/2011 | | M | 17,000 | 03/30/2006 ⁽¹⁾ 03/30/2015 | Common Stock | 17,000 |

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 05/02/2011

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 (03/30/2006), second (03/30/2007), and third (03/30/2008) 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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