

Stroup John S
Form 4
February 10, 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

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Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Stroup John S

(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)
02/08/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chief Executive Officer

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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/08/2011		M		40,000	A \$ 19.93	263,119 D
Common Stock	02/08/2011		S		2,000	D \$ 39.01	261,119 D
Common Stock	02/08/2011		S		364	D \$ 39.015	260,755 D
Common Stock	02/08/2011		S		100	D \$ 39.018	260,655 D
Common Stock	02/08/2011		S		1,000	D \$ 39.02	259,655 D

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Common Stock	02/08/2011	S	1,100	D	\$ 39.025	258,555	D
Common Stock	02/08/2011	S	100	D	\$ 39.03	258,455	D
Common Stock	02/08/2011	S	200	D	\$ 39.04	258,255	D
Common Stock	02/08/2011	S	400	D	\$ 39.05	257,855	D
Common Stock	02/08/2011	S	200	D	\$ 39.06	257,655	D
Common Stock	02/08/2011	S	3,200	D	\$ 39.07	254,455	D
Common Stock	02/08/2011	S	600	D	\$ 39.075	253,855	D
Common Stock	02/08/2011	S	2,300	D	\$ 39.08	251,555	D
Common Stock	02/08/2011	S	900	D	\$ 39.085	250,655	D
Common Stock	02/08/2011	S	1,600	D	\$ 39.09	249,055	D
Common Stock	02/08/2011	S	900	D	\$ 39.091	248,155	D
Common Stock	02/08/2011	S	2,012	D	\$ 39.1	246,143	D
Common Stock	02/08/2011	S	1,420	D	\$ 39.11	244,723	D
Common Stock	02/08/2011	S	1,700	D	\$ 39.115	243,023	D
Common Stock	02/08/2011	S	1,104	D	\$ 39.12	241,919	D
Common Stock	02/08/2011	S	800	D	\$ 39.125	241,119	D
Common Stock	02/08/2011	S	1,300	D	\$ 39.13	239,819	D
Common Stock	02/08/2011	S	200	D	\$ 39.133	239,619	D
Common Stock	02/08/2011	S	200	D	\$ 39.135	239,419	D
Common Stock	02/08/2011	S	1,500	D	\$ 39.14	237,919	D
	02/08/2011	S	1,300	D		236,619	D

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Common Stock					\$ 39.145		
Common Stock	02/08/2011	S	2,500	D	\$ 39.15	234,119	D
Common Stock	02/08/2011	S	100	D	\$ 39.151	234,019	D
Common Stock	02/08/2011	S	400	D	\$ 39.155	233,619	D
Common Stock	02/08/2011	S	2,700	D	\$ 39.16	230,919	D

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

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SEC 1474
(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	\$ 19.93	02/08/2011		M		40,000		10/31/2006 ⁽¹⁾	10/31/2015	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Stroup John S 7733 FORSYTH BOULEVARD, SUITE 800 ST. LOUIS, MO 63105	X Chief Executive Officer

Signatures

/s/ John S.
Stroup
02/10/2011
Date

__Signature of
Reporting Person

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 (10/31/2006), second (10/31/2007), and third (10/31/2008) 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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