Edgar Filing: BADGER METER INC - Form 4

BADGER MI	ETER INC										
Form 4											
May 03, 2017	7										
FORM	Δ								OMB AI	PPROVAL	
	UNITED S	STATES SECU Wa			ND EX(D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no longe	ar								Expires:	January 31, 2005	
subject to	subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF						NERSHIP OF	Estimated average			
	Section 16. SECURITIES							burden hou			
Form 4 or Form 5		suant to Section	16(a) of	the	Securiti	es Er	vehana	e Act of 103/	response	0.5	
obligation	^s Section $17(a$	a) of the Public U					-		n		
may contin See Instru	nue.	30(h) of the I	•		•	· ·					
1(b).	cuon				1.	•					
(Print or Type R	esponses)										
1 Name and Ac	Idress of Reporting F	Person [*] 2 Loon	an Nama i	and '	Tielsen en '	Fradin	~	5. Relationship of	Reporting Per	son(s) to	
1. Name and Address of Reporting Person *2. Issuer Name aFISCHER THOMAS JSymbol					TICKEI UI	naum	ig	Issuer	reporting r en	,011(0) 10	
BADGEI				TE	R INC []	3MI]					
(Last)					L			(Check all applicable)			
				h/Day/Year)				X Director	10%	Owner	
4545 W. BROWN DEER 05/01/20			-					Officer (give		er (specify	
ROAD, P.O.	BOX 245036							below)	below)		
(Street) 4. If Amen				ndment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Month/Day/Year)											
	TE NUL 52004 05	20						_X_ Form filed by 0	One Reporting Pe fore than One Re		
MILWAUKI	EE, WI 53224-95	030						Person			
(City)	(State) ((Zip) Tal	ole I - No	n-De	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deemed	A. Deemed 3. 4. Securities Acq					5. Amount of 6. Ownership 7. Natur			
Security	(Month/Day/Year)	Execution Date, if						Securities	Form: Direct		
(Instr. 3)		any (Month/Day/Year		Code (D) (Instr. 8) (Instr. 3, 4 and 5)				Beneficially Owned	D) or indirect (I)	Beneficial Ownership	
		(Wondin Day) Tear) (1130.	(mou. 0) (mou. 0, 4 and 0)			5)	Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported			
						or		Transaction(s) (Instr. 3 and 4)			
			Code	V	Amount	(D)	Price	(Insu: 5 and 1)			
Common	05/01/2017		A(1)		1,377	А	\$ 39.5	27,213 (3)	D		
Stock	03/01/2017		A <u>(-)</u>		1,377	Α	(2)	27,213 (**)	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative		-		Securities			(Instr.	3 and 4)		Owne
	Security				Acquired				· · · ·		Follo
	2				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(inou
					(insu: 5, 4, and 5)						
					i, und 5)						
									Amount		
						Data	Englanding		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
FISCHER THOMAS J 4545 W. BROWN DEER RO P.O. BOX 245036 MILWAUKEE, WI 53224-9		Х						
Signatures								
Thomas J. Fischer	05/03/	2017						

**Signature of

Date

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).

Shares granted pursuant to the 2011 Omnibus Incentive Plan as approved by shareholders on April 29, 2011 and re-approved on April 29, 2016. Non-employee directors are given an annual grant of Badger Meter Common Stock on the first business day following the

- (1) Company's annual meeting. This year's grant is equal to \$54,000 as rounded down to the nearest whole share based on a 10-day average closing price of the Company's Common stock.
- (2) Price reflects the closing price of Badger Meter, Inc. Common Stock at 5/1/2017, the date of grant.
- The amount shown reflects the number of shares held following the reported transaction, as adjusted for a 2-for-1 stock split effectuated (3) by the issuer on September 15, 2016.

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.