

STAPLES CATHY O
Form 4
May 02, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(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
 Officer (give title below) _____ Other (specify below)
SVP, Human Resources

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	05/02/2011		M		17,000	A	\$ 22.665 63,314
Common Stock	05/02/2011		S		300	D	\$ 39.01 63,014
Common Stock	05/02/2011		S		100	D	\$ 39.018 62,914
Common Stock	05/02/2011		S		414	D	\$ 39.021 62,500
Common Stock	05/02/2011		S		400	D	\$ 39.03 62,100

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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	Date Exercisable 03/30/2006 ⁽¹⁾ Expiration Date 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. 05/02/2011
Staples

**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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