

Turner Paul Keith
Form 4
September 11, 2017

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 *
Turner Paul Keith

(Last) (First) (Middle)

C/O BELDEN INC., 1 N.
BRENTWOOD BLVD., 15TH
FLOOR

(Street)

SAINT 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)
09/07/2017

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 ____ Other (specify
below) below)
SVP, Sales

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	09/07/2017		S		294	D	\$ 76.611	4,967	D
Common Stock	09/07/2017		M		1,686	A	\$ 21.7	6,653	D
Common Stock	09/07/2017		D		1,045	D	\$ 77.07	5,608	D
Common Stock	09/07/2017		M		7,030	A	\$ 35.83	12,638	D
Common Stock	09/07/2017		D		5,037	D	\$ 77.07	7,601	D

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Common Stock	09/07/2017	M	4,200	A	\$ 39.83	11,801	D
Common Stock	09/07/2017	D	3,125	D	\$ 77.07	8,676	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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 21.7	09/07/2017		M		1,686		02/22/2013	02/22/2020	Common Stock	1,686
Stock Appreciation Rights	\$ 35.83	09/07/2017		M		7,030		<u>(1)</u>	03/01/2021	Common Stock	7,030
Stock Appreciation Rights	\$ 39.83	09/07/2017		M		4,200		<u>(2)</u>	02/27/2022	Common Stock	4,200

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Turner Paul Keith C/O BELDEN INC. 1 N. BRENTWOOD BLVD., 15TH FLOOR SAINT LOUIS, MO 63105	SVP, Sales

Signatures

/s/ Brian E. Anderson, attorney-in-fact for Paul
Turner

09/11/2017

__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) 2,344 SARs became exercisable on March 1, 2012, 2,343 SARs became exercisable on March 1, 2013 and 2,343 SARs became exercisable on March 1, 2014.
- (2) 1,400 SARs became exercisable on February 27, 2013, 1,400 SARs became exercisable on February 27, 2014 and 1,400 SARs became exercisable on February 27, 2015.

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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