

BELDEN INC.  
Form 4  
August 21, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
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)  
08/19/2013

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)  
President and CEO

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  | (A) or (D)   | Price   |         |   |                          |
| Common Stock                    | 08/19/2013                           |  | M <sup>(1)</sup>               |   | 13,600  | A  | \$ 25.805   | 13,600  | I | By Barry-Wehmiller Trust |
| Common Stock                    | 08/19/2013                           |  | D                              |   | 9,747 <sup>(2)</sup>  | D  | \$ 56.635   | 3,853   | I | By Barry-Wehmiller Trust |
| Common Stock                    | 08/20/2013                           |  | S <sup>(3)</sup>               |   | 3,853   | D  | \$ 56.3851 <sup>(4)</sup>                             | 0       | I | By Barry-Wehmiller Trust |
| Common Stock                    | 08/19/2013                           |  | M <sup>(1)</sup>               |   | 50,000  | A  | \$ 11.92  | 104,178 | D |                          |

Edgar Filing: BELDEN INC. - Form 4

|              |            |      |               |   |                   |         |   |                                   |
|--------------|------------|------|---------------|---|-------------------|---------|---|-----------------------------------|
| Common Stock | 08/19/2013 | D    | 29,453<br>(5) | D | \$ 56.635         | 74,725  | D |                                   |
| Common Stock | 08/20/2013 | S(3) | 20,547        | D | \$ 56.3563<br>(6) | 54,178  | D |                                   |
| Common Stock | 08/19/2013 | M(1) | 49,737        | A | \$ 37.26          | 103,915 | D |                                   |
| Common Stock | 08/19/2013 | S(3) | 49,737        | D | \$ 56.3466<br>(7) | 54,178  | D |                                   |
| Common Stock | 08/20/2013 | M(1) | 55,300        | A | \$ 37.26          | 109,478 | D |                                   |
| Common Stock | 08/20/2013 | S(3) | 55,300        | D | \$ 56.9839<br>(8) | 54,178  | D |                                   |
| Common Stock | 08/21/2013 | M(1) | 51,800        | A | \$ 37.26          | 105,978 | D |                                   |
| Common Stock | 08/21/2013 | S(3) | 51,800        | D | \$ 56.3971<br>(9) | 54,178  | D |                                   |
| Common Stock |            |      |               |   |                   | 4,063   | I | By Irrevocable Trust for Children |
| Common Stock |            |      |               |   |                   | 86,555  | I | By Family Trust                   |

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.**

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 Security (Instr. 3 and 4) | 8. Date Exercisable | 9. Expiration Date | 10. Title | 11. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------|--------------------|-----------|--------------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   |  |   |                     |                    |           |                                |



## Edgar Filing: BELDEN INC. - Form 4

This price represents the average sale price for multiple transactions on this line. The prices of the transactions reported on this line ranged from \$56.001 to \$56.917. Upon request by the SEC staff, the Issuer or a security holder of the Issuer, the Reporting Person will undertake to provide full information regarding the number of shares and prices at which transactions were effected.

- (8) This price represents the average sale price for multiple transactions on this line. The prices of the transactions reported on this line ranged from \$56.71 to \$57.21. Upon request by the SEC staff, the Issuer or a security holder of the Issuer, the Reporting Person will undertake to provide full information regarding the number of shares and prices at which transactions were effected.

- (9) This price represents the average sale price for multiple transactions on this line. The prices of the transactions reported on this line ranged from \$56.00 to \$56.92. Upon request by the SEC staff, the Issuer or a security holder of the Issuer, the Reporting Person will undertake to provide full information regarding the number of shares and prices at which transactions were effected.

- (10) 37,867 SARs became exercisable on February 22, 2007, 37,867 SARs became exercisable on February 22, 2008 and 37,866 SARs became exercisable on February 22, 2009.

- (11) 55,934 SARs became exercisable on February 24, 2010, 55,933 SARs became exercisable on February 24, 2011 and 55,933 SARs became exercisable on February 24, 2012.

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.