

BELDEN INC.
Form 4
January 26, 2009

FORM 4

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

OMB APPROVAL

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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 *
Biegacki Steven

(Last) (First) (Middle)
7733 FORSYTH BLVD., 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)
10/14/2008

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)
VP, Global Sales & Mktg.

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 10/14/2008 | | P | 30 A \$ 25.5 | 30 ⁽¹⁾ | I | Owned by Son |
| Common Stock | 10/15/2008 | | P | 100 A \$ 23.569 | 130 | I | Owned by Son |
| Common Stock | 10/15/2008 | | P | 100 A \$ 23.19 | 230 | I | Owned by Son |
| Common Stock | 10/20/2008 | | S | 230 D \$ 25.7 | 0 | I | Owned by Son |
| Common Stock | 10/22/2008 | | P | 200 A \$ 22.75 | 200 | I | Owned by Son |

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| | | | | | | | | | |
|--------------|------------|--|---|-----|---|----------|-----|---|--------------|
| Common Stock | 10/22/2008 | | P | 100 | A | \$ 21.5 | 300 | I | Owned by Son |
| Common Stock | 10/23/2008 | | P | 100 | A | \$ 18.52 | 400 | I | Owned by Son |
| Common Stock | 10/23/2008 | | P | 200 | A | \$ 15.5 | 600 | I | Owned by Son |
| Common Stock | 10/31/2008 | | S | 400 | D | \$ 20.3 | 200 | I | Owned by Son |
| Common Stock | 11/03/2008 | | S | 200 | D | \$ 21.7 | 0 | I | Owned by Son |
| Common Stock | 11/06/2008 | | P | 400 | A | \$ 19.5 | 400 | I | Owned by Son |
| Common Stock | 11/13/2008 | | P | 300 | A | \$ 15.1 | 700 | I | Owned by Son |
| Common Stock | 11/13/2008 | | S | 300 | D | \$ 15.5 | 400 | I | Owned by Son |
| Common Stock | 11/19/2008 | | P | 300 | A | \$ 14.95 | 700 | I | Owned by Son |
| Common Stock | 11/20/2008 | | P | 200 | A | \$ 13.5 | 900 | I | Owned by Son |
| Common Stock | 11/26/2008 | | S | 200 | D | \$ 15 | 700 | I | Owned by Son |
| Common Stock | 11/28/2008 | | S | 200 | D | \$ 17 | 500 | I | Owned by Son |
| Common Stock | 12/05/2008 | | S | 500 | D | \$ 19 | 0 | I | Owned by Son |
| Common Stock | | | | | | | 0 | 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.

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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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|

Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Biegacki Steven 7733 FORSYTH BLVD., SUITE 800 ST. LOUIS, MO 63105 | | | VP, Global Sales & Mktg. | |

Signatures

/s/ Steven
Biegacki

01/22/2009

**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) All of the purchases and sales reported on this Form 4 were made by the reporting person's adult son without the reporting person's knowledge. The reporting person disclaims any beneficial ownership of these securities while they were held by his son, and this report shall not be deemed an admission that the reporting person was the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

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.