

BELDEN INC.  
Form 3  
May 12, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â McKenna Dean		(Month/Day/Year)	BELDEN INC. [BDC]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		05/11/2015		
C/O BELDEN INC.,Â 1 N. BRENTWOOD BLVD., 15TH FLOOR			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			SVP, Human Resources	
SAINT LOUIS,Â MOÂ 63105			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	0	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McKenna Dean C/O BELDEN INC. 1 N. BRENTWOOD BLVD., 15TH FLOOR SAINT LOUIS, MO 63105	Â	Â	Â SVP, Human Resources	Â

## Signatures

/s/ Brian E. Anderson, attorney-in-fact for Dean McKenna	05/12/2015
**Signature of Reporting Person	Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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. style="margin:0in 0in .0001pt 10.0pt;text-indent:-10.0pt;">IDEX Corporation

540,900

17,903,790

WABCO Holdings Inc.

625,000

18,700,000

Zebra Technologies Corporation (Class A)\*

486,900

14,412,240

\$

100,173,627

**RETAILING 14.0%**

CarMax, Inc.\*

1,017,412

\$

25,557,389

O Reilly Automotive, Inc.\*

600,000

25,026,000

Signet Jewelers Limited\*

672,400

21,745,416

\$

72,328,805

**HEALTH CARE 10.2%**

Bio-Rad Laboratories, Inc. (Class A)\*

187,200

\$

19,378,944

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Lincare Holdings Inc.\*

480,000

21,542,400

Varian Medical Systems, Inc.\*

53,200

2,943,556

VCA Antech, Inc.\*

310,000

8,689,300

\$

52,554,200

**ENERGY 9.1%**

FMC Technologies, Inc.\*

195,000

\$

12,602,850

Helix Energy Solutions Group, Inc.\*

507,900

6,617,937

Noble Corporation

670,000

28,019,400

\$

47,240,187

Explanation of Responses:

**TRANSPORTATION 6.9%**

Heartland Express, Inc.

1,046,000

\$

17,259,000

Knight Transportation, Inc.

887,200

18,711,048

\$

35,970,048

<b>TECHNOLOGY 4.0%</b>			
Maxim Integrated Products, Inc.	392,000	\$	7,600,880
Microchip Technology Incorporated	474,951		13,374,620
		\$	20,975,500
<b>ENTERTAINMENT 3.8%</b>			
Carnival Corporation (Class A)*	499,900	\$	19,436,112
<b>TOTAL COMMON STOCKS 88.8% (Cost \$318,318,879)</b>		\$	459,686,837
<b>PREFERRED STOCKS</b>			
<b>REAL ESTATE INVESTMENT TRUST</b>			
CBL & Associates Properties, Inc.	100,000	\$	2,226,000
ProLogis (Series G)	120,000		2,637,600
<b>TOTAL PREFERRED STOCKS 0.9% (Cost \$5,726,454)</b>		\$	4,863,600
<b>CONVERTIBLE BONDS AND DEBENTURES</b>			
Diodes, Inc. 2.25% 2026	\$	2,000,000	\$ 1,985,000
Transocean, Inc. 1.5% 2037		2,000,000	1,970,000
<b>TOTAL CONVERTIBLE BONDS AND DEBENTURES 0.8% (Cost \$2,770,000)</b>		\$	3,955,000
<b>NON-CONVERTIBLE BONDS AND DEBENTURES</b>			
<b>CORPORATE 4.3%</b>			
Brown Shoe Company, Inc. 8.75% 2012	\$	3,000,000	\$ 3,024,060
Deluxe Corporation 5% 2012		2,000,000	1,966,100
Helix Energy Solutions Group, Inc. 9.5% 2016		2,000,000	2,021,780
Invacare Corporation 9.75% 2015		3,000,000	3,262,500
Nova Chemicals Corporation 6.5% 2012		1,970,000	2,020,176
PolyOne Corporation 6.58% 2011		1,500,000	1,490,220
Polypore International, Inc. 8.75% 2012		2,000,000	2,006,780
Rock-Tenn Co. 9.25% 2016		2,000,000	2,190,000
Sinclair Broadcast Group, Inc. 8% 2012		1,000,000	995,000
Titan International, Inc. 8% 2012		3,000,000	3,007,500
		\$	21,984,116
<b>U.S. GOVERNMENT AND AGENCIES 0.0%</b>			
Government National Mortgage Association (Mobile Home) 9.75% 2010	\$	21,946	\$ 22,370
<b>TOTAL NON-CONVERTIBLE BONDS AND DEBENTURES 4.3% (Cost \$21,075,297)</b>		\$	22,006,486
<b>TOTAL INVESTMENT SECURITIES 94.8% (Cost \$347,890,630)</b>		\$	490,511,923
<b>SHORT-TERM INVESTMENTS 5.2% (Cost \$27,056,395)</b>			
Chevron Funding Corporation 0.11% 4/1/10	\$	10,000,000	\$ 10,000,000



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Chevron Funding Corporation	0.15% 4/7/10	11,000,000	10,999,725
General Electric Company	0.14% 4/15/10	6,057,000	6,056,670
			\$ 27,056,395
<b>TOTAL INVESTMENTS</b>	<b>100.0% (Cost \$374,947,025)</b>	<b>Note 2</b>	<b>\$ 517,568,318</b>
Other assets and liabilities, net	0.0%		(111,088)
<b>TOTAL NET ASSETS</b>	<b>100.0%</b>		<b>\$ 517,457,230</b>

\*Non-income producing security

**NOTE 1 Disclosure of Fair Value Measurements**

The Company classifies its assets based on three valuation methodologies. Level 1 investment securities are valued based on quoted market prices in active markets for identical assets. Level 2 investment securities are valued based on significant observable market inputs, such as quoted prices for similar assets and quoted prices in inactive markets or other market observable inputs. Level 3 investment securities are valued using significant unobservable inputs that reflect the Company's determination of assumptions that market participants might reasonably use in valuing the assets. The valuation levels are not necessarily an indication of the risk associated with investing in those securities. The following table presents the valuation levels of the Company's investments as of March 31, 2010:

Investments	Level 1	Level 2	Level 3	Total
Common Stocks	\$ 459,686,837		\$	459,686,837
Preferred Stocks	4,863,600			4,863,600
Convertible Bonds & Debentures		\$ 3,955,000		3,955,000
Non-Convertible Bonds & Debentures		22,006,486		22,006,486
Short-Term Investments		27,056,395		27,056,395
Total Investments	\$ 464,550,437	\$ 53,017,881	\$	517,568,318

**NOTE 2 Federal Income Tax**

The aggregate cost of investment securities was \$348,098,447 for Federal income tax purposes. Net unrealized appreciation consists of:

Gross unrealized appreciation:	\$ 151,294,237
Gross unrealized depreciation:	(8,880,761)
Net unrealized appreciation:	\$ 142,413,476

ITEM 2. CONTROLS AND PROCEDURES.

(a) The principal executive officer and principal financial officer of the registrant have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) are effective based on their evaluation of the disclosure controls and procedures as of a date within 90 days of the filing date of this report.

(b) There have been no significant changes in the registrant's internal controls over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal controls over financial reporting.

ITEM 3. EXHIBITS.

(a) Separate certification for the registrant's principal executive officer and principal financial officer, as required by Rule 30a-2(a) under the Investment Company Act of 1940. Attached hereto.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SOURCE CAPITAL, INC.

By: /s/ ERIC S. ENDE  
Eric S. Ende, President  
(Principal Executive Officer)

Date: May 21, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

SOURCE CAPITAL, INC.

By: /s/ ERIC S. ENDE  
Eric S. Ende, President  
(Principal Executive Officer)

Date: May 21, 2010

By: /s/ J. RICHARD ATWOOD  
J. Richard Atwood, Treasurer  
(Principal Financial Officer)

Date: May 21, 2010

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