

Trivedi Dhrupad
Form 4
April 17, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
Trivedi Dhrupad

(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)
04/16/2013

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, Industrial IT

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)	Price		
Common Stock	04/16/2013		S ⁽¹⁾	500	D \$ 46.541	4,014	D
Common Stock	04/16/2013		S ⁽¹⁾	800	D \$ 46.55	3,214	D
Common Stock	04/16/2013		S ⁽¹⁾	100	D \$ 46.5582	3,114	D
Common Stock	04/16/2013		S ⁽¹⁾	200	D \$ 46.561	2,914	D
Common Stock	04/16/2013		S ⁽¹⁾	100	D \$ 46.5644	2,814	D

Edgar Filing: Trivedi Dhrupad - Form 4

Common Stock	04/16/2013	S ⁽¹⁾	35	D	\$ 46.5656	2,779	D
Common Stock	04/16/2013	M ⁽²⁾	3,770	A	\$ 35.83	6,549	D
Common Stock	04/16/2013	D	3,223 ⁽³⁾	D	\$ 46.7	3,326	D
Common Stock	04/17/2013	S ⁽¹⁾	300	D	\$ 45.8	3,026	D
Common Stock	04/17/2013	S ⁽¹⁾	100	D	\$ 45.8256	2,926	D
Common Stock	04/17/2013	S ⁽¹⁾	147	D	\$ 45.8684	2,779	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.

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 Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Appreciation Rights	\$ 35.83	04/16/2013		M ⁽²⁾	3,770	⁽⁴⁾ 03/01/2021	Common Stock 3,770

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trivedi Dhrupad 7733 FORSYTH BOULEVARD SUITE 800			President, Industrial IT	

ST. LOUIS, MO 63105

Signatures

/s/ Brian E. Anderson, attorney-in-fact for Dhruvad
Trivedi

04/17/2013

__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) The sale reported was effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Trivedi on February 15, 2013.
- (2) The exercise reported was effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Trivedi on February 15, 2013.
This represents the difference between the number of SARs exercised (3,770) and the number of shares issued as a result of the exercise (547). The number of shares to be issued under a SAR exercise is determined by multiplying the number of SARs being exercised by the difference between the FMV on the date of exercise (\$46.70) and the exercise price (\$35.83). Additional shares are then withheld to satisfy the Company's tax withholding obligations.
- (3) From the original grant of 11,310 SARs, 3,770 became exercisable on March 1, 2012, 3,770 SARs became exercisable on March 1, 2013 and 3,770 SARs will become exercisable on March 1, 2014.

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.