

Benoist Gray G  
 Form 4  
 October 31, 2011

**FORM 4**

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

OMB APPROVAL

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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 \*  
**Benoist Gray G**

(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)  
 10/28/2011

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)  
 SVP Finance and CFO

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	10/28/2011		S	200	D \$ 33.2475	60,402	D
Common Stock	10/28/2011		S	200	D \$ 33.255	60,202	D
Common Stock	10/28/2011		S	300	D \$ 33.265	59,902	D
Common Stock	10/28/2011		S	600	D \$ 33.2683	59,302	D
Common Stock	10/28/2011		S	300	D \$ 33.27	59,002	D

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Common Stock	10/28/2011	S	100	D	\$ 33.28	58,902	D
Common Stock	10/28/2011	S	200	D	\$ 33.29	58,702	D
Common Stock	10/28/2011	S	200	D	\$ 33.3	58,502	D
Common Stock	10/28/2011	S	514	D	\$ 33.3297	57,988	D
Common Stock	10/28/2011	S	100	D	\$ 33.37	57,888	D
Common Stock	10/28/2011	S	100	D	\$ 33.415	57,788	D
Common Stock	10/28/2011	S	300	D	\$ 33.44	57,488	D
Common Stock	10/28/2011	S	200	D	\$ 33.45	57,288	D
Common Stock	10/28/2011	S	100	D	\$ 33.49	57,188	D
Common Stock	10/28/2011	S	100	D	\$ 33.51	57,088	D
Common Stock	10/28/2011	S	1,800	D	\$ 33.5315	55,288	D
Common Stock	10/28/2011	S	200	D	\$ 33.5325	55,088	D
Common Stock	10/28/2011	S	300	D	\$ 33.54	54,788	D
Common Stock	10/28/2011	S	400	D	\$ 33.5525	54,388	D
Common Stock	10/28/2011	S	100	D	\$ 33.565	54,288	D
Common Stock	10/28/2011	S	300	D	\$ 33.5767	53,988	D
Common Stock	10/28/2011	S	1,000	D	\$ 33.5815	52,988	D
Common Stock	10/28/2011	S	200	D	\$ 33.6025	52,788	D
Common Stock	10/28/2011	S	1,100	D	\$ 33.6179	51,688	D
Common Stock	10/28/2011	S	800	D	\$ 33.62	50,888	D
	10/28/2011	S	300	D	\$ 33.64	50,588	D

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Common Stock								
Common Stock	10/28/2011	S	400	D	\$ 33.65	50,188	D	
Common Stock	10/28/2011	S	200	D	\$ 33.625	49,988	D	
Common Stock	10/28/2011	S	700	D	\$ 33.74	49,288	D	
Common Stock	10/28/2011	S	400	D	\$ 33.7687	48,888	D	

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

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**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				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

Benoist Gray G  
7733 FORSYTH BOULEVARD, SUITE 800  
ST. LOUIS, MO 63105

SVP Finance and CFO

## Signatures

/s/ Gray G.                      10/31/2011  
Benoist

\_\_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).

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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