

Benoist Gray G
Form 4
October 31, 2011

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 *
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)
			Code	V	Amount or Price		
Common Stock	10/28/2011		S		200	D	\$ 33.77 48,688
Common Stock	10/28/2011		S		100	D	\$ 33.775 48,588
Common Stock	10/28/2011		S		300	D	\$ 33.78 48,288
Common Stock	10/28/2011		S		200	D	\$ 33.7975 48,088
Common Stock	10/28/2011		S		100	D	\$ 33.805 47,988

Edgar Filing: Benoist Gray G - Form 4

Common Stock	10/28/2011	S	500	D	\$ 33.81	47,488	D
Common Stock	10/28/2011	S	200	D	\$ 33.815	47,288	D
Common Stock	10/28/2011	S	200	D	\$ 33.8188	47,088	D
Common Stock	10/28/2011	S	400	D	\$ 33.82	46,688	D
Common Stock	10/28/2011	S	100	D	\$ 33.825	46,588	D
Common Stock	10/28/2011	S	400	D	\$ 33.83	46,188	D
Common Stock	10/28/2011	S	300	D	\$ 33.8317	45,888	D
Common Stock	10/28/2011	S	500	D	\$ 33.832	45,388	D
Common Stock	10/28/2011	S	300	D	\$ 33.8392	45,088	D
Common Stock	10/28/2011	S	200	D	\$ 33.84	44,888	D
Common Stock	10/28/2011	S	300	D	\$ 33.855	44,588	D
Common Stock	10/28/2011	S	300	D	\$ 33.86	44,288	D
Common Stock	10/28/2011	S	100	D	\$ 33.865	44,188	D
Common Stock	10/28/2011	S	200	D	\$ 34	43,988	D
Common Stock	10/28/2011	S	300	D	\$ 34.0067	43,688	D
Common Stock	10/28/2011	S	700	D	\$ 34.015	42,988	D
Common Stock	10/28/2011	S	100	D	\$ 34.02	42,888	D
Common Stock	10/28/2011	S	400	D	\$ 34.03	42,488	D
Common Stock	10/28/2011	S	200	D	\$ 34.0325	42,288	D
Common Stock	10/28/2011	S	300	D	\$ 34.0367	41,988	D
	10/28/2011	S	534	D		41,454	D

Edgar Filing: Benoist Gray G - Form 4

Common Stock					\$			
					34.0463			
Common Stock	10/28/2011		S	200	D	\$	41,254	D
						34.0475		
Common Stock	10/28/2011		S	200	D	\$	41,054	D
						34.05		
Common Stock	10/28/2011		S	100	D	\$	40,954	D
						34.065		
Common Stock	10/28/2011		S	100	D	\$	40,854	D
						34.07		

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)	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.

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.