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BRUSH ENGINEERED MATERIALS INC

Form 4 May 18, 2010

FORM 4

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

OMB 3235-0287 Number:

burden hours per

response...

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MADAR WILLIAM P	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	BRUSH ENGINEERED MATERIALS INC [BW]	(Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Director 10% Owner Officer (give title Other (specify			
6070 PARKLAND BLVD.	05/17/2010	below) below)			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
MAYFIELD HTS., OH 44124		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired nsaction(A) or Disposed of (D) de (Instr. 3, 4 and 5) ttr. 8)			5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common stock	05/17/2010		M	2,000	A	\$ 20.64	19,485	D	
Common Stock	05/17/2010		S	400	D	\$ 24.71	19,085	D	
Common Stock	05/17/2010		S	200	D	\$ 24.72	18,885	D	
Common Stock	05/17/2010		S	200	D	\$ 24.68	18,685	D	
Common Stock	05/17/2010		S	200	D	\$ 24.67	18,485	D	

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Common Stock	05/17/2010	S	200	D	\$ 24.65	18,285	D	
Common Stock	05/17/2010	S	200	D	\$ 24.61	18,085	D	
Common Stock	05/17/2010	S	200	D	\$ 24.62	17,885	D	
Common Stock	05/17/2010	S	100	D	\$ 24.64	17,785	D	
Common Stock	05/17/2010	S	100	D	\$ 24.66	17,685	D	
Common Stock	05/17/2010	S	100	D	\$ 24.48	17,585	D	
Common Stock	05/17/2010	S	100	D	\$ 24.49	17,485	D	
Common stock						5,974	I	See footnote (1)

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

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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	2.	3. Transaction Date	3A. Deemed	4. 5. Number		6. Date Exercisable and		7. Title and Amount of		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative		e Expiration Dat	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired					
	Derivative			(A) or						
	Security			Disposed of						
				(D)						
				(Instr. 3, 4,						
					and 5)					
									Amount	
									or	
						Date	Expiration	Title	Number	
						Exercisable	Date	Title	of	
				Code V	(A) (D)			Shares	
					(11) (2	,			51141.05	
Stock	\$ 20.64	05/17/2010		٨	2,000	11/02/2001	05/02/2011	Common	2,000	
Options	\$ 20.64	05/17/2010		Α	2,000	11/02/2001	03/02/2011	Stock	2,000	

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

MADAR WILLIAM P 6070 PARKLAND BLVD. X MAYFIELD HTS., OH 44124

Signatures

Susan J. MacDonald / Atty in fact

05/18/2010

**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) Acquired and held by trust for the Brush Engineered Materials Inc. Deferred Compensation Plan for Non-employee Directors and the 1997 Stock Incentive Plan.

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.

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