

Stroup John S
Form 4
February 10, 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 *
Stroup John S

(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)
02/08/2011

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)
Chief Executive Officer

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 02/08/2011 | | S | | 703 | D | \$ 39.161 230,216 D |
| Common Stock | 02/08/2011 | | S | | 100 | D | \$ 39.165 230,116 D |
| Common Stock | 02/08/2011 | | S | | 1,754 | D | \$ 39.17 228,362 D |
| Common Stock | 02/08/2011 | | S | | 200 | D | \$ 39.171 228,162 D |
| Common Stock | 02/08/2011 | | S | | 500 | D | \$ 39.175 227,662 D |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|---------|---|
| Common Stock | 02/08/2011 | S | 100 | D | \$ 39.179 | 227,562 | D |
| Common Stock | 02/08/2011 | S | 1,224 | D | \$ 39.18 | 226,338 | D |
| Common Stock | 02/08/2011 | S | 1,046 | D | \$ 39.19 | 225,292 | D |
| Common Stock | 02/08/2011 | S | 100 | D | \$ 39.191 | 225,192 | D |
| Common Stock | 02/08/2011 | S | 1,773 | D | \$ 39.2 | 223,419 | D |
| Common Stock | 02/08/2011 | S | 278 | D | \$ 39.201 | 223,141 | D |
| Common Stock | 02/08/2011 | S | 22 | D | \$ 39.21 | 223,119 | D |
| Common Stock | 02/09/2011 | M | 50,000 | A | \$ 19.93 | 273,119 | D |
| Common Stock | 02/09/2011 | S | 4,900 | D | \$ 38.75 | 268,219 | D |
| Common Stock | 02/09/2011 | S | 1,601 | D | \$ 38.755 | 266,618 | D |
| Common Stock | 02/09/2011 | S | 200 | D | \$ 38.758 | 266,418 | D |
| Common Stock | 02/09/2011 | S | 1,099 | D | \$ 38.76 | 265,319 | D |
| Common Stock | 02/09/2011 | S | 200 | D | \$ 38.765 | 265,119 | D |
| Common Stock | 02/09/2011 | S | 100 | D | \$ 38.767 | 265,019 | D |
| Common Stock | 02/09/2011 | S | 404 | D | \$ 38.77 | 264,615 | D |
| Common Stock | 02/09/2011 | S | 400 | D | \$ 38.775 | 264,215 | D |
| Common Stock | 02/09/2011 | S | 100 | D | \$ 38.777 | 264,115 | D |
| Common Stock | 02/09/2011 | S | 100 | D | \$ 38.778 | 264,015 | D |
| Common Stock | 02/09/2011 | S | 600 | D | \$ 38.78 | 263,415 | D |
| Common Stock | 02/09/2011 | S | 100 | D | \$ 38.787 | 263,315 | D |
| | 02/09/2011 | S | 1,097 | D | \$ 38.8 | 262,218 | D |

| | | | | | | | |
|--------------|------------|---|-------|---|-----------|---------|---|
| Common Stock | | | | | | | |
| Common Stock | 02/09/2011 | S | 500 | D | \$ 38.801 | 261,718 | D |
| Common Stock | 02/09/2011 | S | 1,400 | D | \$ 38.815 | 260,318 | D |
| Common Stock | 02/09/2011 | S | 500 | D | \$ 38.82 | 259,818 | D |
| Common Stock | 02/09/2011 | S | 300 | D | \$ 38.821 | 259,518 | 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Options | \$ 19.93 | 02/09/2011 | | M | 50,000 | 10/31/2006 ⁽¹⁾ 10/31/2015 | Common Stock 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stroup John S 7733 FORSYTH BOULEVARD, SUITE 800 ST. LOUIS, MO 63105 | X | | Chief Executive Officer | |

Signatures

/s/ John S.
Stroup

02/10/2011

Date

__Signature of
Reporting Person

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) One-third of the options vested on the first (10/31/2006), second (10/31/2007), and third (10/31/2008) anniversaries of the grant.

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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