

Benoist Gray G
Form 4
October 31, 2011

FORM 4

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

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

OMB APPROVAL

OMB
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(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
__X__ Officer (give title below) ____ Other (specify
below) below)

SVP Finance and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	(A) or (D)	Price		
Common Stock	10/28/2011		S		300	D	\$ 34.0883	40,554	D
Common Stock	10/28/2011		S		400	D	\$ 34.09	40,154	D
Common Stock	10/28/2011		S		400	D	\$ 34.0931	39,754	D
Common Stock	10/28/2011		S		300	D	\$ 34.0983	39,454	D
Common Stock	10/28/2011		S		200	D	\$ 34.1	39,254	D

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Common Stock	10/28/2011	S	200	D	\$ 34.105	39,054	D
Common Stock	10/28/2011	S	100	D	\$ 34.1075	38,954	D
Common Stock	10/28/2011	S	900	D	\$ 34.11	38,054	D
Common Stock	10/28/2011	S	600	D	\$ 34.13	37,454	D
Common Stock	10/28/2011	S	425	D	\$ 34.14	37,029	D
Common Stock	10/28/2011	S	100	D	\$ 34.155	36,929	D
Common Stock	10/28/2011	S	100	D	\$ 34.16	36,829	D
Common Stock	10/28/2011	S	100	D	\$ 34.1625	36,729	D
Common Stock	10/28/2011	S	100	D	\$ 34.165	36,629	D
Common Stock	10/28/2011	S	200	D	\$ 34.17	36,429	D
Common Stock	10/28/2011	S	100	D	\$ 34.1725	36,329	D
Common Stock	10/28/2011	S	700	D	\$ 34.1757	35,629	D
Common Stock	10/28/2011	S	1,000	D	\$ 34.18	34,629	D
Common Stock	10/28/2011	S	100	D	\$ 34.185	34,529	D
Common Stock	10/28/2011	S	200	D	\$ 34.1875	34,329	D
Common Stock	10/28/2011	S	400	D	\$ 34.19	33,929	D
Common Stock	10/28/2011	S	100	D	\$ 34.1925	33,829	D
Common Stock	10/28/2011	S	200	D	\$ 34.195	33,629	D
Common Stock	10/28/2011	S	200	D	\$ 34.1975	33,429	D
Common Stock	10/28/2011	S	100	D	\$ 34.2	33,329	D
	10/28/2011	S	200	D	\$ 34.24	33,129	D

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Common
Stock

Common Stock	10/28/2011	S	100	D	\$ 34.31	33,029	D
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Common Stock	10/28/2011	S	100	D	\$ 34.32	32,929	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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.
Benoist 10/31/2011

**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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