Edgar Filing: BADGER METER INC - Form 4

BADGER I Form 4	METER INC											
May 06, 20	15											
FORM	OMB APPROVAL											
Check t	OMB Number:	3235-0287										
if no lo	nger		ГСЦАР	NCESIN	EDSIIID OF	Expires:	January 31, 2005					
Section	STATEMENT OF CHANGES IN BENEFICIAL OWNERS Section 16. Form 4 or							EKSHIF OF	Estimated burden hou	urs per		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations May continue. See Instruction 1(b). Form 5 obligations May continue. See Instruction 1(c) See Instruction 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1(c) 1												
(Print or Type Responses)												
MEEUSEN RICHARD A Symbol				er Name ar ER MET			c	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)		of Earliest		-		(Check	k all applicabl	e)		
· · ·	· · ·	()	(Month/	Day/Year)	runsaeno			_X_ Director 10% Owner				
4545 W BROWN DEER ROAD, P.O. BOX 24503605/04/2015X_Officer (give titleOther (specify below) Chairman, President & CEO												
				endment, I onth/Day/Ye	-	nal		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)		1 T N	D • 4	C	• •	Person				
		-		ole I - Non- 3.			-	ired, Disposed of		-		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year)			otor Dispo (Instr. 3,	sed of 4 and (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)				
Common	05/04/2015			J <u>(1)</u>	8,800	(D) A	\$ 63.01	116,056	D			
Stock	03/04/2013			J <u></u>	0,000	A	(2)	110,050	D			
Common Stock	05/05/2015			S	8,800	D	\$ 62.5445 (3)	107,256	D			
Common Stock	05/04/2015			J <u>(1)</u>	8,800	D	<u>(2)</u>	20,190	Ι	Restricted Stock		
Common Stock								4,060.4051	I	ESSOP		

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

Edgar Filing: BADGER METER INC - Form 4

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

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. Transactio Code (Instr. 8)	5. of Deriva Securi Acquin (A) or Dispos of (D) (Instr. 4, and	ativ ties red sed 3,	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secu (Instr
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 31.41						05/05/2007	05/05/2016	BMI Common Stock	5,400	
Stock Options	\$ 52.81						05/02/2009	05/02/2018	BMI Common Stock	4,800	
Stock Options	\$ 38.69						05/01/2010	05/01/2019	BMI Common Stock	9,000	
Stock Options	\$ 38.41						05/07/2011	05/07/2020	BMI Common Stock	10,200	
Stock Options	\$ 36.59						05/06/2012	05/06/2021	BMI Common Stock	13,300	
Stock Options	\$ 36.15						05/04/2013	05/04/2022	BMI Common Stock	18,800	
Stock Options	\$ 51.29						03/01/2014	03/01/2023	BMI Common Stock	11,367	
Stock Options	\$ 54.36						03/07/2015	03/07/2024	BMI Common Stock	11,812	
Stock	\$ 56.66						03/06/2016	03/06/2025	BMI	12,088	

Options

Common Stock

Reporting Owners

Reporting Owner Name / Address		Relationships							
		Director	10% Owner	Officer	Other				
MEEUSEN RICHARD A 4545 W BROWN DEER ROAD P.O. BOX 245036 MILWAUKEE, WI 53224-9536		Х		Chairman, President & CEO					
Signatures									
Richard A. Meeusen	05/06	/2015							
<u>**</u> Signature of Reporting Person	Da	te							

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) Restricted Stock granted 5/4/2012, pursuant to the Company's 2011 Omnibus Incentive Plan approved by shareholders 4/29/2011, vested after a three-year holding period. The shares vested at the closing price on 5/4/2015 and were transferred to direct ownership.
- (2) Price of Badger Meter, Inc. Common Stock on 5/4/2015, the date of vesting, was \$63.01/share.

The price in Column 4 is a weighted average price. The shares of common stock were sold in multiple block transactions at prices ranging from \$62.35 to \$62.69 per share, inclusive. The reporting person has provided to the issuer, and will provide to any security holder of the

(3) If our solution is solution is solution in the reporting person has provided to the issuer, and will provide to any security notice of the range.

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.