

Stroup John S  
Form 5  
January 02, 2019

**FORM 5**

**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).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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  
Number: 3235-0362  
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2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
Stroup John S

(Last) (First) (Middle)

1 NORTH BRENTWOOD  
BOULEVARD, 15TH FLOOR

(Street)

ST. LOUIS, MO 63105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
BELDEN INC. [BDC]

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2018

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)  
Chairman, President and CEO

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/02/2018	Â	G	Amount 21,713 (1) D \$ 0 0		D	Â
Common Stock	11/02/2018	Â	G	21,713 A \$ 0 21,713		I	By Spouse
Common Stock	11/02/2018	Â	G	21,713 D \$ 0 0		I	By Spouse
Common Stock	11/02/2018	Â	G	21,713 A \$ 0 108,268		I	By Family Trust

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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 Underlying (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Rights	\$ 72.57	11/02/2018	Â	G	Â	54,412 (2)	03/04/2015	03/04/2024	Common Stock
Stock Appreciation Rights	\$ 72.57	11/02/2018	Â	G	54,412	Â	03/04/2015	03/04/2024	Common Stock
Stock Appreciation Rights	\$ 89.23	11/02/2018	Â	G	Â	62,672 (3)	02/25/2016	02/25/2025	Common Stock
Stock Appreciation Rights	\$ 89.23	11/02/2018	Â	G	62,672	Â	02/25/2016	02/25/2025	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stroup John S 1 NORTH BRENTWOOD BOULEVARD, 15TH FLOOR ST. LOUIS, MO 63105	Â X	Â	Â Chairman, President and CEO	Â

## Signatures

/s/ Brian E. Anderson, attorney-in-fact for John Stroup  
01/02/2019  
\*\*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)

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As indicated by this line and the next three lines, on November 2, 2018, Mr. Stroup and his spouse gifted 21,713 shares to a family trust. Mr. Stroup remains the beneficial owner of these shares.

- (2) As indicated by this line and the next line, on November 2, 2018, Mr. Stroup gifted 54,412 stock appreciation rights to a trust. Mr. Stroup remains the beneficial owner of these stock appreciation rights.
- (3) As indicated by this line and the next line, on November 2, 2018, Mr. Stroup gifted 62,672 stock appreciation rights to a trust. Mr. Stroup remains the beneficial owner of these stock appreciation rights.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.