

BRUSH ENGINEERED MATERIALS INC

Form 4

February 20, 2007

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 *
ROBERTSON WILLIAM R

2. Issuer Name **and** Ticker or Trading
Symbol
BRUSH ENGINEERED
MATERIALS INC [BW]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
17876 ST. CLAIR AVE.
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2007

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

CLEVELAND, OH 44110

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
common stock	02/16/2007		M		5,000	A	\$ 23.78	5,000	D
common stock	02/16/2007		M		2,000	A	\$ 20.64	7,000	D
common stock	02/16/2007		S		500	D	\$ 45.1	6,500	D
common stock	02/16/2007		S		100	D	\$ 45.09	6,400	D
common stock	02/16/2007		S		100	D	\$ 45.07	6,300	D

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common stock	02/16/2007	S	100	D	\$ 45.06	6,200	D	
common stock	02/16/2007	S	200	D	\$ 45.05	6,000	D	
common stock	02/16/2007	S	100	D	\$ 44.98	5,900	D	
common stock	02/16/2007	S	100	D	\$ 44.93	5,800	D	
common stock	02/16/2007	S	400	D	\$ 44.92	5,400	D	
common stock	02/16/2007	S	100	D	\$ 44.91	5,300	D	
common stock	02/16/2007	S	2,300	D	\$ 44.9	3,000	D	
common stock	02/16/2007	S	100	D	\$ 44.87	2,900	D	
common stock	02/16/2007	S	100	D	\$ 44.86	2,800	D	
common stock	02/16/2007	S	700	D	\$ 44.85	2,100	D	
common stock	02/16/2007	S	200	D	\$ 44.84	1,900	D	
common stock	02/16/2007	S	100	D	\$ 44.82	1,800	D	
common stock	02/16/2007	S	300	D	\$ 44.81	1,500	D	
common stock	02/16/2007	S	100	D	\$ 44.79	1,400	D	
common stock	02/16/2007	S	500	D	\$ 44.77	900	D	
common stock	02/16/2007	S	900	D	\$ 44.78	0	D	
common stock	02/16/2007	S	9,600	D	\$ 44.9631	400	D	
common stock	02/16/2007	S	400	D	\$ 44.85	0	D	
common stock						1,873 ⁽¹⁾	D	
common stock						500	I	by spouse ⁽²⁾
						9,789	I	

common
stockSee
footnote
(3)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to buy)	\$ 5.61	02/16/2007		M		5,000		05/02/1997	12/02/2007	common stock	5,000
Employee Stock option (Right to buy)	\$ 20.64	02/16/2007		M		2,000		11/02/2001	05/02/2011	common stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBERTSON WILLIAM R 17876 ST. CLAIR AVE. CLEVELAND, OH 44110	X			

Signatures

Susan J. MacDonald / Atty
in fact

02/20/2007

__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) Restricted Stock Units.
- (2) Reporting person disclaims beneficial ownership of these shares.
- (3) 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.
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