

Kumra Naresh  
Form 4  
March 20, 2012

**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 \*  
Kumra Naresh

(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)  
03/16/2012

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)  
EVP, Asia Pacific Ops.

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 03/16/2012                           |  | M                              | 38,000  | A \$ 11.92  | 60,844   | D                                 |
| Common Stock                    | 03/16/2012                           |  | D                              | 11,396<br>(1)   | D \$ 39.75  | 49,448   | D                                 |
| Common Stock                    | 03/19/2012                           |  | M                              | 12,663  | A \$ 21.7   | 62,111   | D                                 |
| Common Stock                    | 03/19/2012                           |  | D                              | 6,874<br>(2)  | D \$ 39.975   | 55,237   | D                                 |

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Appreciation Rights                  | \$ 11.92   | 03/16/2012                           |  | M                              | 38,000  | 02/24/2010 <sup>(3)</sup> 02/24/2019                     | Common Stock 3  |
| Stock Appreciation Rights                  | \$ 21.7  | 03/19/2012                           |  | M                              | 12,663  | 02/22/2011 <sup>(4)</sup> 02/22/2020                     | Common Stock 1  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                        |       |
|--|---------------|-----------|------------------------|-------|
|  | Director      | 10% Owner | Officer                | Other |
| Kumra Naresh<br>7733 FORSYTH BOULEVARD<br>SUITE 800<br>ST. LOUIS, MO 63105 |               |           | EVP, Asia Pacific Ops. |       |

## Signatures

/s/ Brian E. Anderson, attorney-in-fact for Naresh Kumra  
03/20/2012

\_\_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) This represents the difference between the number of SARs exercised (38,000) and the number of shares issued as a result of the exercise (26,604). The number of shares to be issued under a SAR exercise is determined by multiplying the number of SARs being exercised by the difference between the FMV on the date of exercise (\$39.75) and the exercise price (\$11.92).
- (2) This represents the difference between the number of SARs exercised (12,663) and the number of shares issued as a result of the exercise (5,789). The number of shares to be issued under a SAR exercise is determined by multiplying the number of SARs being exercised by

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the difference between the FMV on the date of exercise (\$39.975) and the exercise price (\$21.70).

- (3) 12,667 SARs became exercisable on February 24, 2010 and 12,667 SARs became exercisable on February 24, 2011 and 12,666 SARs became exercisable on February 24, 2012.
- (4) 13,832 SARs became exercisable on February 22, 2011 and 13,831 SARs became exercisable on February 22, 2012. The remaining 13,831 SARs are scheduled to become exercisable on February 22, 2013.

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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