

GRAMPA JOHN D
Form 4
May 14, 2010

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 *
GRAMPA JOHN D

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)
6070 PARKLAND BLVD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/13/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP Finance and CFO

MAYFIELD, OH 44124

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

(City) (State) (Zip)

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 | 05/13/2010 | 05/13/2010 | M | 10,000 | A \$ 22.43 | 33,855 | D |
| Common Stock | 05/13/2010 | 05/13/2010 | S | 2,000 | D \$ 28.3 | 31,855 | D |
| Common Stock | 05/13/2010 | 05/13/2010 | S | 2,000 | D \$ 28.35 | 29,855 | D |
| Common Stock | 05/13/2010 | 05/13/2010 | S | 2,000 | D \$ 28.32 | 27,855 | D |
| Common Stock | 05/13/2010 | 05/13/2010 | S | 1,000 | D \$ 28.355 | 26,855 | D |

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| | | | | | | | | | |
|--------------|------------|------------|---|-------|---|----------|--------|---|------------------------------------|
| Common Stock | 05/13/2010 | 05/13/2010 | S | 1,000 | D | \$ 28.25 | 25,855 | D | |
| Common Stock | 05/13/2010 | 05/13/2010 | S | 2,000 | D | \$ 28.4 | 23,855 | D | |
| Common Stock | | | | | | | 683 | I | Held in 401(k) Plan ⁽¹⁾ |
| Common Stock | | | | | | | 6,380 | I | by spouse |

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

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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) | Amount or Number of Shares | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options | \$ 22.43 | 05/13/2010 | | A | 10,000 | 08/06/2001 02/06/2011 | Common Stock | 10,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|------------------------------------------------------------|------------------------------------------------------------|
| GRAMPA JOHN D 6070 PARKLAND BLVD. MAYFIELD, OH 44124 | Director 10% Owner Officer Other Sr. VP Finance and CFO |

Signatures

Susan J. MacDonald /Atty in fact 05/14/2010

__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) Reporting person acquired shares through acquisitions under a 401(k) plan by the trustee of the plan. This number is according to the latest trustee report. (Note: Trustee uses unit accounting, therefore, share equivalents may fluctuate slightly from month to month.)

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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