BRADY CORP Form 4 March 06, 2009

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response...

may continue. See Instruction

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

0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Felmer Thomas J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

BRADY CORP [BRC]

(First) (Last)

(Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

Director 10% Owner

(Check all applicable)

6555 W. GOOD HOPE RD

03/04/2009

X_ Officer (give title _ Other (specify below)

SR VP CFO

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting

D

Person

MILWAUKEE, WI 53223

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative Secu	ırities A	cquired	l, Disposed of, or	Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction	4. Securities Acquired (A) or or Disposed of (D) (Instr. 3, 4 and 5)				6. Ownership Form:	7. Nature of Indirect Beneficial
		(Month/Day/Year)	(Instr. 8) Code V	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Class A Common							460	D	

Stock

Class A Common 03/04/2009

12,638.9285 I 12,350.6806 A

Stock (1)

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. Transactic Code (Instr. 8)	5. Number or Derivative Securities (A) or Dis (D) (Instr. 3, 4)	Acquired sposed of	6. Date Exer Expiration D (Month/Day)	ate	7. Title and A Underlying So (Instr. 3 and 4
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Deffered Compensation Units	(3)						(3)	(3)	Class A Common Stock
Option to Buy	\$ 22.63	03/04/2009		D <u>(4)</u>		20,000	<u>(4)</u>	08/02/2009	Class A Common Stock
Option to Buy	\$ 22.63	03/04/2009		A(4)	20,000		<u>(4)</u>	08/02/2014	Class A Common Stock

Reporting Owners

Reporting Owner Name /	Address	Relationships

Director 10% Owner Officer Other

Felmer Thomas J

6555 W. GOOD HOPE RD SR VP CFO

MILWAUKEE, WI 53223

Signatures

Barbara Bolens, as Attorney-In-Fact

**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) Represents shares of Class A Common Stock purchased under the issuer's 401(K) payroll deduction plan.
- (2) Includes 288.2479 shares acquired under issuer's 401(k) plan since the date of the reporting person's last ownership report.
- The deferred compensation stock units were acquired under the Brady Corporation employee deferred compensation plan. Each deferred compensation unit is the economic equivalent of one share of Class A Common Stock. The deferred compensation units become payable in shares of Brady's Class A Common Stock upon the reporting persons cessation of service as an employee of Brady Corporation.
- The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on August 2, 2004 and provides for vesting in three equal annual installments commencing on August 2, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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