WILLIAMSON MATTHEW O

Form 4

December 02, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WILLIAMSON MATTHEW O	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)	BRADY CORP [BRC] 3. Date of Earliest Transaction	(Check all applicable)			
6555 W. GOOD HOPE ROAD	(Month/Day/Year) 11/30/2009	Director 10% Owner Self-control of the control of t			
(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			
MILWAUKEE, WI 53223		Form filed by More than One Reporting Person			

(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date		3.	4. Securi			5. Amount of	6. Ownership	
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if	Transaction Code		` ′		Securities Beneficially	Form: Direct (D) or	Indirect Beneficial
(Ilisti. 5)		any (Month/Day/Year)	(Instr. 8)	Disposed of (D) (Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership	
		(memma buj, reur)	(1110111 0)	(111511115)		,	Following	(Instr. 4)	(Instr. 4)
					(A) or		Reported Transaction(s) (Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(111str. 3 and 4)		
Class A									
Common Stock	12/01/2009		M	8,000	A	\$ 16	8,000	D	
Class A Common Stock	12/01/2009		S	8,000	D	\$ 30	0	D	

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

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SEC 1474

(9-02)

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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 of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nui of S
Deferred Compensation Units	<u>(1)</u>	11/30/2009		A	0.0621	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	0.0
Option to Buy	\$ 16	12/01/2009		M	8,000	10/16/2002	10/16/2011	Class A Common Stock	8,

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WILLIAMSON MATTHEW O 6555 W. GOOD HOPE ROAD MILWAUKEE, WI 53223

Pres Americas VP Brady Corp

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).
- The deferred compensation stock units were acquired under the Brady Corporation employee deferred compensation plan. Each deferred (1) 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.
- (2) Includes 87.5244 shares acquired on November 4, 2009 under the company's deferred compensation dividend reinvestment plan.

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

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