GRAMPA JOHN D

Form 4 May 08, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * GRAMPA JOHN D

(First)

2. Issuer Name and Ticker or Trading

Symbol

BRUSH ENGINEERED MATERIALS INC [BW] Issuer

5. Relationship of Reporting Person(s) to

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

05/07/2009

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

Director 10% Owner

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

_X__ Officer (give title Other (specify below)

Sr. VP Finance and CFO

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

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

MAYFIELD, OH 44124

6070 PARKLAND BLVD.

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of 6. Securities Or Beneficially For Owned (D Following Inc.)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/07/2009		A	8,000	A	\$ 15.97	8,000	D	
Common Stock	05/07/2009		D	1,000	D	\$ 18.196	7,000	D	
Common Stock	05/07/2009		D	1,000	D	\$ 18.178	6,000	D	
Common Stock	05/07/2009		D	1,000	D	\$ 18.308	5,000	D	
Common Stock	05/07/2009		D	1,000	D	\$ 18.38	4,000	D	

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Common Stock	05/07/2009	D	1,000	D	\$ 18.362	3,000	D	
Common Stock	05/07/2009	D	1,000	D	\$ 18.433	2,000	D	
Common Stock	05/07/2009	D	1,000	D	\$ 18.412	1,000	D	
Common Stock	05/07/2009	D	1,000	D	\$ 18.369	0	D	
Common Stock	05/07/2009	D	1,000	D	\$ 18.003	4,561	I	Held in Trust
Common Stock	05/07/2009	D	1,000	D	\$ 18.088	3,561	I	Held in Trust
Common Stock	05/07/2009	D	1,561	D	\$ 18.4	2,000	I	Held in Trust
Common Stock	05/07/2009	D	1,000	D	\$ 18.496	1,000	I	Held in Trust
Common Stock	05/07/2009	D	1,000	D	\$ 18.562	0	I	Held in Trust
Common stock						31,228	D	
Common Stock						698	I	Held in 401(k) Plan (1)

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

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SEC 1474 (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. Transactic 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)		8. D Si (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

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Stock Options \$ 15.97 05/07/2009 M 8,000 08/01/2000 02/01/2010 Common stock 8,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GRAMPA JOHN D

6070 PARKLAND BLVD. Sr. VP Finance and CFO

MAYFIELD, OH 44124

Signatures

Susan J. MacDonald / Atty

in fact 05/08/2009

**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. 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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