Edgar Filing: BRUSH ENGINEERED MATERIALS INC - Form 4/A

BRUSH ENGINEERED MATERIALS INC

Form 4/A

September 12, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

burden hours per 0.5

Estimated average response...

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

obligations

may continue.

See Instruction

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

Inc.

(Print or Type Responses)

1. Name and Address of Reporting Person ** KEITHLEY JOSEPH P			Symbol BRUSH I	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) 17876 ST. CL	(First) AIR AVE.	(Middle	(Month/Day	3. Date of Earliest Transaction (Month/Day/Year) 05/10/2004				_X_ Director 10% Owner Officer (give title below) Other (specify below)			
CLEVELANI	(Street) D, OH 44110	ndment, Date Original nth/Day/Year) 004				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table 1	I - Non-Dei	rivative S	ecuriti	ies Acqı	iired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	Year) E	2A. Deemed Execution Date, if any Month/Day/Year)	3. Transactic Code (Instr. 8)	(D) (Instr. 3,	4 and (A) or	d of	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 Indirect Beneficial Ownership (Instr. 4)	
Brush Engineered Materials Inc.	05/04/2004			A	500	A	\$ 16.1 (2)	11,012	I	See footnote (1)	
Brush Engineered Materials								1,873	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

Edgar Filing: BRUSH ENGINEERED MATERIALS INC - Form 4/A

required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date	Title	of		
				Codo V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
KEITHLEY JOSEPH P 17876 ST. CLAIR AVE.	X						
CLEVELAND, OH 44110							

Signatures

Susan J. MacDonald / Atty in Fact 09/12/2006

**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) Acquired and held by trust for the Brush Engineered Materils Inc. Deferred Compensation Plan for Non-employee Directors and the 1997 Stock Incentive Plan.
- (2) This amended Form 4 is being filed solely to correct the exercise price. The exercise price was originally reported using the day of the registrant's annual meeting of shareholders instead of the day after the annual meeting, as provided for under the 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.

Reporting Owners 2