### Edgar Filing: STOLLENWERK JOHN J - Form 4

STOLLENW Form 4 June 17, 2011										
FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							-	9PROVAL 3235-0287	
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company A 30(h) of the Investment Company Act of					es Exchang pany Act o	ge Act of 1934, of 1935 or Sectio	Estimated a burden hou response	2005 ted average hours per		
1(b). (Print or Type Re	esponses)									
1. Name and Address of Reporting Person <u>*</u> STOLLENWERK JOHN J			2. Issuer Name <b>and</b> Ticker or Trading Symbol BADGER METER INC [BMI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (1	Middle)	3. Date of Earliest Transaction (Check			ck all applicable	c all applicable)			
4545 W. BR ROAD, P.O.	OWN DEER BOX 245036		(Month/Da 06/15/20	-			X_ Director Officer (give below)		6 Owner er (specify	
	(Street)		Filed(Month/Day/Year) Applicable Line				Applicable Line)	· Joint/Group Filing(Check		
MILWAUKI	EE, WI 53224-9	536					Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurities Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executi any	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	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)	
Common Stock				Code V	Amount	(D) Price	(instr. 5 and 4) 69,786	D		
Common Stock							10,164	I	Family Trust	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

#### Edgar Filing: STOLLENWERK JOHN J - Form 4

# 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. Transacti Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	\$ 0	06/15/2011		J <u>(1)</u>	86.925	08/08/1988	08/08/1988	BMI Common Stock	86.925
Stock Options	\$ 7					05/02/2004	05/02/2013	BMI Common Stock	6,400

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	•	Other		
STOLLENWERK JOHN J 4545 W. BROWN DEER ROAD P.O. BOX 245036 MILWAUKEE, WI 53224-9536	Х					
Signatures						
Richard A. Meeusen attorney-in-fact	06/	/17/2011				
**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) The phantom stock units were accrued in Mr. Stollenwerk's Badger Meter, Inc. Director Deferred Compensation Plan account as payment for the second quarter dividend of \$0.14/share payble 6/15/11 and director fees.
- (2) Price of Badger Meter, Inc. Common Stock at 3/31/11.
- (3) When a director chooses to exit the Director Deferred Compensation Plan all proceeds are paid out in cash.

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.