GRAS HORST Form 4 March 06, 2018

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GRAS HORST			2. Issuer Name and Ticker or Trading Symbol BADGER METER INC [BMI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
NURTINGE	R STR. 76		(Month/Day/Year) 03/02/2018	Director 10% Owner Other (specify below) VP-International		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
NEUFFEN, 2	2M 72639		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned		

	or Belleticiany Owned
5. Amount of 6.	. Ownership 7. Nature of
.) or Securities Fo	orm: Direct Indirect
(D) Beneficially (D	D) or Beneficial
nd 5) Owned In	ndirect (I) Ownership
Following (In	(Instr. 4)
Reported	
Transaction(s)	
(Instr. 3 and 4)	
\$ 0 12,177.232 D)
(A of a (A c) (I	(A) or Securities For (I) Beneficially (I) and 5) Owned Ir Following (I) Reported Transaction(s) (I) Price (Instr. 3 and 4)

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.

SEC 1474

(9-02)

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

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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 on Derivat Securities Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	of	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 48.2	03/02/2018		A	1,540		03/02/2019(2)	03/02/2028	BMI Common Stock	1,540
Stock Options	\$ 25.645						03/01/2014	03/01/2023	BMI Common Stock	473
Stock Options	\$ 27.18						03/07/2015	03/07/2024	BMI Common Stock	967
Stock Options	\$ 28.33						03/06/2016	03/06/2025	BMI Common Stock	1,450
Stock Options	\$ 33.975						03/04/2017	03/04/2026	BMI Common Stock	1,652
Stock Options	\$ 36.45						03/03/2018	03/03/2027	BMI Common Stock	1,981

Reporting Owners

Reporting Owner Name / Address	Relationships				
roporous o mari muno, radaress	Director	10% Owner	Officer	Other	
GRAS HORST NURTINGER STR. 76 NEUFFEN, 2M 72639			VP-International		

Signatures

Horst E. Gras	03/06/2018		
**Signature of Reporting Person	Date		

Reporting Owners 2

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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) Restricted stock granted March 2, 2018 to reporting person under the 2011 Omnibus Incentive Plan. The restricted stock vests 100% on the third anniversary of the date of grant.
- (2) Grant to reporting person of option to buy shares under the 2011 Omnibus Incentive Plan. This option vests and becomes exercisable in 20% increments on March 2, 2019, 2020, 2021, 2022 and 2023, respectively.

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.