Stoll Kimberly K Form 4 August 28, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * Stoll Kimberly K

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

(Check all applicable)

VP-Sales & Marketing

Issuer

BADGER METER INC [BMI]

(Middle)

3. Date of Earliest Transaction

Director

10% Owner

(Street)

(Ctata)

(First)

(Month/Day/Year)

08/27/2018

_X__ Officer (give title below)

_ Other (specify below)

4545 W BROWN DEER ROAD

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 Form filed by More than One Reporting

Person

MILWAUKEE, WI 53223

(City)	(State)	(Zip) Tabl	le 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. Transactio Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/27/2018		Code V M	Amount 2,130	(D)	Price \$ 18.075	(Instr. 3 and 4) 10,832.002	D	
Common Stock	08/27/2018		M	2,836	A	\$ 25.645	13,668.002	D	
Common Stock	08/27/2018		M	2,254	A	\$ 27.18	15,922.002	D	
Common Stock	08/27/2018		M	2,027	A	\$ 28.33	17,949.002	D	
Common Stock	08/27/2018		S	9,247	D	\$ 54.824 (1)	8,702.002	D	

Common Stock

4,969.5773 I

ESSOP

SEC 1474

(9-02)

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

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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. Transactio Code (Instr. 8)			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
Stock Options	\$ 18.075	08/27/2018		M		2,130	05/04/2013	05/04/2022	BMI Common Stock	2,130
Stock Options	\$ 25.645	08/27/2018		M		2,836	03/01/2014	03/01/2023	BMI Common Stock	2,836
Stock Options	\$ 27.18	08/27/2018		M		2,254	03/07/2015	03/07/2024	BMI Common Stock	2,254
Stock Options	\$ 28.33	08/27/2018		M		2,027	03/06/2016	03/06/2025	BMI Common Stock	2,027
Stock Options	\$ 33.975						03/04/2017	03/04/2026	BMI Common Stock	2,886
Stock Options	\$ 36.45						03/03/2018	03/03/2027	BMI Common Stock	2,607
Stock Options	\$ 48.2						03/02/2019	03/02/2028	BMI Common Stock	2,027

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Stoll Kimberly K 4545 W BROWN DEER ROAD MILWAUKEE, WI 53223

VP-Sales & Marketing

Signatures

Kimberly K. Stoll 08/28/2018

**Signature of Date
Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

number of shares sold at each price for all transactions reported in this Form 4.

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The price in Column 4 is a weighted average price. Prices actually received ranged from \$54.75 to \$55.05. The reporting person has (1) provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the
- (2) Stock Options are granted on a one-for-one basis.

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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