BELDEN CDT INC.

Form 4

August 31, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

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**OMB APPROVAL** 

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **ROSE D LARRIE** Issuer Symbol BELDEN CDT INC. [BDC] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify \_X\_\_ Officer (give title 7701 FORSYTH BOULEVARD, 08/29/2006 below) below) SUITE 800 VP Op., President Europe (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ST. LOUIS, MO 63105 Person

(City)	(State)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			4. Securit or Dispos (Instr. 3, 4	ed 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)	
Common Stock	08/29/2006		Code V M	Amount 12,996	(D)	Price \$ 16.9375	36,791	D		
Common Stock	08/29/2006		S	12,996	D	\$ 33.7893	23,795	D		
Common Stock	08/29/2006		M	2,600	A	\$ 20.865	26,395	D		
Common Stock	08/29/2006		S	2,600	D	\$ 33.7969	23,795	D		
Common Stock							4,488.9185	I	401(k) as of 1/18/2006	

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
	Security				(D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Options	\$ 16.9375	08/29/2006		M	12,996	11/04/1999(1)	11/04/2008	Common Stock	12,996
Stock Options	\$ 20.865	08/29/2006		M	2,600	02/18/2003(2)	02/18/2012	Common Stock	2,600

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ROSE D LARRIE 7701 FORSYTH BOULEVARD, SUITE 800 ST. LOUIS, MO 63105

DRSYTH BOULEVARD, SUITE 800 VP Op., President Europe

# **Signatures**

/s/D. Larrie Rose 08/31/2006

\*\*Signature of Date

Reporting Person

# **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) Options vested in three increments: 4,332 on 11/04/1999; 4,332 on 11/04/2000; and 4,332 on 11/04/2001.
- (2) Options vested in three increments: 2,193 on 02/18/2003; 2,193 on 02/18/2004; and 2,194 on 07/15/2004.

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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