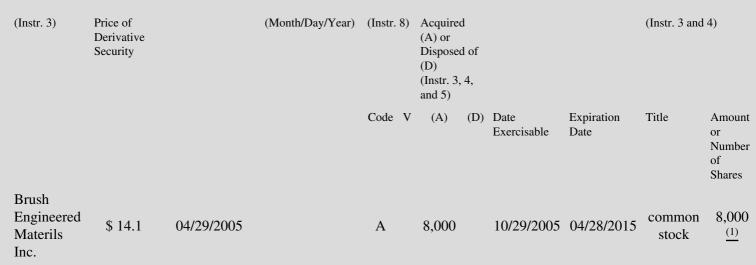
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Form 4	ra J									
May 03, 2005										
FORM	4 UNITED	STATES	SECII	RITIFS	AND FX	CHANGE	E COMMISSION	т	PPROVAL	
		STATES		shington				OMB Number:	3235-028	37
Check this if no long	er								January 31 200	
subject to Section 16 Form 4 or Form 5	51A1EN 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated burden hou response	average urs per	
obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ Section 17(a) of the P	ublic U	tility Hol	ding Co		inge Act of 1934, t of 1935 or Sectio 1940)n		
(Print or Type R	esponses)									
1. Name and Address of Reporting Person <u>*</u> Hipple Richard J			2. Issuer Name and Ticker or Trading Symbol BRUSH ENGINEERED				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			MATE	RIALS II	NC [BW]		(- /	
(Last) (First) (Middle) 17876 ST. CLAIR AVE.			3. Date of Earliest Transaction (Month/Day/Year) 04/29/2005				Director 10% Owner X_ Officer (give title Other (specify below) President of Alloy Prod, BWI			
(Street)			4. If Amendment, Date Original			al	6. Individual or Joint/Group Filing(Check			
CLEVELAN	ND, OH 44110		Filed(Mo	nth/Day/Yea	r)		Applicable Line) _X_ Form filed by Form filed by Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities /	Acquired, Disposed o	of. or Beneficia	dly Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	d Date, if	3. Transactic Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3,	ies (A) or of (D) 4 and 5) (A) or	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	
Densin dem Dense		. f h h.	£	Code V		(D) Price				
Keminder: Kepc	ort on a separate line	or each cla	ISS OF SEC	unties bene	Perso inforr requi	ons who re nation con red to resp ays a curre	or indirectly. spond to the collect tained in this form ond unless the for ently valid OMB col	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	of Underlying
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities

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Reporting Owners

Reporting Owner Name / Address	Relationships					
I O	Director	10% Owner	Officer	Other		
Hipple Richard J 17876 ST. CLAIR AVE. CLEVELAND, OH 44110			President of Alloy Prod, BWI			
Signatures						
/s/ Susan J. MacDonald / Atty-in-Fact	05/03/2005					
**Signature of Reporting Person		Date				
Explanation of Responses.						

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) Reflects options granted under the Brush Engineered Materials Inc. 1995 Stock Incentive 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.