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BRUSH ENGINEERED MATERIALS INC

Form 4 May 04, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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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)

(Time of Type I	(Caponaca)								
1. Name and Address of Reporting Person * MADAR WILLIAM P			2. Issuer Name and Ticker or Trading Symbol BRUSH ENGINEERED MATERIALS INC [BW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/02/2006			X Director Officer (give below)	title 10% below)		
17070 51. 0	(Street)					6 Individual or Joint/Group Filing/Cheek			
(Succe)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)			
CLEVELAN	ND, OH 4411	0	Trica(Monu	лдау Геаг)		_X_ Form filed by C Form filed by M Person	1 0		
(City)	(State)	(Zip)	Table	I - Non-Derivative Securities	s Acqu	ired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transactio	n Date 2A. D	eemed	 4. Securities Acqu 	quired	5. Amount of	6.	7. Nature	
Security	(Month/Day/	Year) Execu	tion Date, if	Transaction(A) or Disposed o	of (D)	Securities	Ownership	Indirect	

(City)	(State) (Z	Table	I - Non-Deriva	tive Secur	ities Acqui	ired, Disposed of,	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction(A) Code (In (Instr. 8)	Securities A) or Dispos nstr. 3, 4 an (A) or mount (D)	ed of (D) d 5)	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)
Brush Engineered Materials Inc.	05/02/2006		A 1,8	873 A	\$ 24.03	1,873 (1)	D	
Brush Engineered Materials Inc.						1,200	D	
Brush Engineered Materials Inc.						25,989	I	See footnote (2)

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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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or]
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date	ritte	of		
				Code V	(A) (D)						
				Code v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

MADAR WILLIAM P 17876 ST. CLAIR AVE. X CLEVELAND, OH 44110

Signatures

Susan J. MacDonald / Atty in Fact 05/04/2006

**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) Restricted stock units.
- (2) Acquired and held by trust for the Brush Engineered Materials Inc. Deferred Compensation Plan for Non-employee Directors and the 1997 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.

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