

BRUSH ENGINEERED MATERIALS INC  
 Form 4  
 February 20, 2007

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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. Name and Address of Reporting Person \*  
**ROBERTSON WILLIAM R**

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)  
**02/16/2007**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**17876 ST. CLAIR AVE.**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**CLEVELAND, OH 44110**

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4)
			Code	V	Amount	Price			
common stock	02/16/2007		M		5,000	A \$ 23.78	5,000	D	
common stock	02/16/2007		M		2,000	A \$ 20.64	7,000	D	
common stock	02/16/2007		S		500	D \$ 45.1	6,500	D	
common stock	02/16/2007		S		100	D \$ 45.09	6,400	D	
common stock	02/16/2007		S		100	D \$ 45.07	6,300	D	

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common stock	02/16/2007	S	100	D	\$ 45.06	6,200	D	
common stock	02/16/2007	S	200	D	\$ 45.05	6,000	D	
common stock	02/16/2007	S	100	D	\$ 44.98	5,900	D	
common stock	02/16/2007	S	100	D	\$ 44.93	5,800	D	
common stock	02/16/2007	S	400	D	\$ 44.92	5,400	D	
common stock	02/16/2007	S	100	D	\$ 44.91	5,300	D	
common stock	02/16/2007	S	2,300	D	\$ 44.9	3,000	D	
common stock	02/16/2007	S	100	D	\$ 44.87	2,900	D	
common stock	02/16/2007	S	100	D	\$ 44.86	2,800	D	
common stock	02/16/2007	S	700	D	\$ 44.85	2,100	D	
common stock	02/16/2007	S	200	D	\$ 44.84	1,900	D	
common stock	02/16/2007	S	100	D	\$ 44.82	1,800	D	
common stock	02/16/2007	S	300	D	\$ 44.81	1,500	D	
common stock	02/16/2007	S	100	D	\$ 44.79	1,400	D	
common stock	02/16/2007	S	500	D	\$ 44.77	900	D	
common stock	02/16/2007	S	900	D	\$ 44.78	0	D	
common stock	02/16/2007	S	9,600	D	\$ 44.9631	400	D	
common stock	02/16/2007	S	400	D	\$ 44.85	0	D	
common stock						1,873 <sup>(1)</sup>	D	
common stock						500	I	by spouse <sup>(2)</sup>
						9,789	I	

common  
stock

See  
footnote  
(3)

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

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(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 Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to buy)	\$ 5.61	02/16/2007		M		5,000		05/02/1997	12/02/2007	common stock	5,000
Employee Stock option (Right to buy)	\$ 20.64	02/16/2007		M		2,000		11/02/2001	05/02/2011	common stock	2,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBERTSON WILLIAM R 17876 ST. CLAIR AVE. CLEVELAND, OH 44110	X			

## Signatures

Susan J. MacDonald / Atty  
in fact

02/20/2007

\_\_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) Reporting person disclaims beneficial ownership of these shares.
  - (3) 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.