

BRUSH ENGINEERED MATERIALS INC

Form 4

February 19, 2008

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 *
GRAMPA JOHN D

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)
17876 ST. CLAIR AVE.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/15/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP Finance and CFO

CLEVELAND, OH 44110
(City) (State) (Zip)

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

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 (Instr. 8)	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 or (D) Price			
Common Stock	02/15/2008		A	4,208 (2) A \$ 0	23,335 (1)	D	
Common Stock	02/15/2008		A	4,416 (3) A \$ 0	27,751	D	
Common Stock					658	I	Held in 401(k) Plan
Common Stock					5,561 (1)	I	Held in trust

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
Stock Appreciation Rights	\$ 27.78	02/15/2008		A	3,356	02/15/2011 02/15/2018	Common Stock	3,356
Stock Appreciation Rights	\$ 44.72					02/15/2010 02/15/2017	Common Stock	4,550
Stock Appreciation Rights	\$ 24.03					05/02/2009 05/02/2016	Common Stock	14,000
Stock Options	\$ 17.68					02/08/2005 02/08/2015	Common Stock	15,000
Stock Options	\$ 17.075					02/03/2004 02/03/2014	Common Stock	15,000
Stock Options	\$ 12.15					02/05/2002 02/05/2012	Common Stock	15,000
Stock Options	\$ 22.43					02/06/2001 02/06/2011	Common Stock	10,000
Stock Options	\$ 15.97					02/01/2000 02/01/2010	Common Stock	8,000

Reporting Owners

Reporting Owner Name / Address	Relationships		
	Director	10% Owner	Officer
GRAMPA JOHN D 17876 ST. CLAIR AVE.			Sr. VP Finance and CFO

CLEVELAND, OH 44110

Signatures

Susan J. MacDonald / Atty

in fact

02/19/2008

 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) Adjusted to reflect the change in form of beneficial ownership resulting from the transfer of 5,561 shares from Reporting Person's direct holdings to a trust for the benefit of the Reporting Person. His wife is the trustee.
 - (2) Grant of restricted stock
 - (3) Grant of performance restricted shares

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.