

Hipple Richard J  
Form 4  
May 08, 2009

**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 \*  
Hipple Richard J

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)  
6070 PARKLAND BLVD.  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/07/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chairman, President and CEO

MAYFIELD HTS., OH 44124

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

(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 (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V   | Amount or Price   |  |                                   |
| Common Stock                    | 05/07/2009                           |  | D                              | D   | \$ 16.89  | 101,031  | D                                 |
| Common Stock                    | 05/07/2009                           |  | D                              | D   | \$ 16.88  | 99,431   | D                                 |
| Common Stock                    | 05/07/2009                           |  | D                              | D   | \$ 16.87  | 98,931   | D                                 |
| Common Stock                    | 05/07/2009                           |  | D                              | D   | \$ 16.86  | 97,931   | D                                 |
| Common Stock                    | 05/07/2009                           |  | D                              | D   | \$ 16.85  | 95,228   | D                                 |

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|              |            |  |   |       |   |          |        |   |
|--------------|------------|--|---|-------|---|----------|--------|---|
| Common Stock | 05/07/2009 |  | D | 600   | D | \$ 16.84 | 94,628 | D |
| Common Stock | 05/07/2009 |  | D | 1,500 | D | \$ 16.83 | 93,128 | D |
| Common Stock | 05/07/2009 |  | D | 1,000 | D | \$ 16.71 | 92,128 | D |
| Common Stock | 05/07/2009 |  | D | 1,800 | D | \$ 16.7  | 90,328 | D |
| Common Stock | 05/07/2009 |  | D | 400   | D | \$ 16.69 | 89,928 | D |
| Common Stock | 05/07/2009 |  | D | 200   | D | \$ 16.67 | 89,728 | D |
| Common Stock | 05/07/2009 |  | D | 300   | D | \$ 16.66 | 89,428 | D |
| Common Stock | 05/07/2009 |  | D | 100   | D | \$ 16.65 | 89,328 | D |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

|      |                  |                 |       |                            |
|------|------------------|-----------------|-------|----------------------------|
|      | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Code | V                | (A)             | (D)   |                            |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

Hipple Richard J  
6070 PARKLAND BLVD.  
MAYFIELD HTS., OH 44124

Chairman, President and CEO

## Signatures

Susan J. MacDonald / Atty  
in fact

05/08/2009

\_\_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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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