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BRUSH ENGINEERED MATERIALS INC

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GRAMPA JOHN D

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/04/10 for the Period Ending 11/02/10

Address	6070 PARKLAND BLVD. MAYFIELD HTS., OH 44124
Telephone	2163834931
CIK	0001104657
Symbol	BW
SIC Code	3330 - Primary Smelting And Refining Of Nonferrous
Fiscal Year	12/31

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FORM 4

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

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

OMB APPROVAL
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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
GRAMPA JOHN D	**BRUSH ENGINEERED MATERIALS INC [BW]**	_____ Director _____ 10% Owner
(Last) (First) (Middle) **6070 PARKLAND BLVD.**	3. Date of Earliest Transaction (MM/DD/YYYY) **11/2/2010**	__ **X** __ Officer (give title below) _____ Other (specify below) **Sr. VP Finance and CFO**
(Street) **MAYFIELD, OH 44124** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock	**11/2/2010**		**A**		**15000**	**A**	**$12.15**	**15000**	**D**	
Common Stock	**11/2/2010**		**D**		**900**	**D**	**$33.75**	**14100**	**D**	
Common Stock	**11/2/2010**		**D**		**100**	**D**	**$33.85**	**14000**	**D**	
Common Stock	**11/2/2010**		**D**		**1500**	**D**	**$33.583**	**12500**	**D**	
Common Stock	**11/2/2010**		**D**		**500**	**D**	**$33.21**	**12000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.72**	**11000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.578**	**10000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.49**	**9000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$34.206**	**8000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.75**	**7000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.75**	**6000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.50**	**5000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.31**	**4000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.296**	**3000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.22**	**2000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.261**	**1000**	**D**	
Common Stock	**11/2/2010**		**D**		**1000**	**D**	**$33.561**	**0**	**D**	

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

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock								**23855**	**D**	
Common Stock								**6380**	**I**	**by spouse**
Common Stock								**675**	**I**	**Held in 401(k) plan** (1)

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to buy)	**$22.43**	**11/2/2010**		**A**		**12000**		**8/6/2001**	**2/6/2011**	**Common Stock**	**12000**	**$0**	**12000**	**D**	
Stock Option (Right to buy)	**$12.15**	**11/2/2010**		**A**		**5000**		**8/5/2002**	**2/5/2012**	**common stock**	**5000**	**$0**	**17000**	**D**	

Explanation of Responses:

(1) Reporting person acquired shares through acquisitions under a 401(k) plan by the trustee of the plan. This number is according to the latest trustee report. (Note: Trustee uses unit accounting, therefore, share equivalents may fluctuate slightly from month to month.)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAMPA JOHN D 6070 PARKLAND BLVD. MAYFIELD, OH 44124			**Sr. VP Finance and CFO**	

Signatures

Susan J. MacDonald /Atty in fact — **11/4/2010**

** Signature of Reporting Person — Date

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

***** 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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