

BELDEN INC.  
Form 8-K  
November 14, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): November 11, 2016

Belden Inc.  
(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)

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Delaware    001-12561    36-3601505  
(State or other jurisdiction of incorporation)   (Commission File Number)   (IRS Employer Identification No.)

1 North Brentwood Boulevard, 15<sup>th</sup> Floor  
St. Louis, Missouri 63105

(Address of Principal Executive Offices, including Zip Code)

(314) 854-8000

(Registrant's telephone number, including area code)

n/a

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if this Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01. Other Events.

On November 11, 2016, Belden Inc. issued a press release making the shareholders of Digi International Inc. (the “Company”) aware of its proposal to acquire the Company. The press release, including the full text of a letter addressed to the Company’s board of directors and delivered to Mr. William N. Priesmeyer, Chairman of the Board, and Mr. Ron Konezny, President & Chief Executive Officer, is attached as Exhibit 99.1 to this Current Report and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Company news release dated November 11, 2016, titled “Belden Submits Proposal to Digi International Inc. Regarding Potential Acquisition”

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BELDEN INC.

Date: November 14, 2016 By: /s/ Brian E. Anderson  
Brian E. Anderson  
Senior Vice President-Legal, General  
Counsel and Corporate Secretary