

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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): August 3, 2004

## BRUSH ENGINEERED MATERIALS INC.

(Exact Name of Registrant as Specified in Charter)

Ohio  
(State or Other Juris-  
diction of Incorporation)

1-15885  
(Commission  
File Number)

34-1919973  
(IRS Employer  
Identification No.)

17876 St. Clair Avenue  
(Address of Principal Executive Offices)

Cleveland, Ohio

44110  
(Zip Code)

Registrant's telephone number, including area code: (216) 486-4200

## **Item 5. Other Events**

On August 3, 2004, Brush Engineered Materials Inc. issued a press release announcing the partial exercise of 200,000 shares of its common stock pursuant to the over-allotment option granted to the underwriters of its recent public offering. The press release is attached hereto as Exhibit 99.1.

### **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.

#### **BRUSH ENGINEERED MATERIALS INC.**

*Date: August 3, 2004*

*By: /s/ Michael C. Hasychak  
Vice President, Secretary and Treasurer*

## EXHIBIT 99.1

### **BRUSH ENGINEERED MATERIALS ANNOUNCES PARTIAL EXERCISE OF UNDERWRITER OVER-ALLOTMENT OPTION OF PUBLIC OFFERING**

CLEVELAND, Ohio, August 3, 2004 -- Brush Engineered Materials Inc. (NYSE: BW) announced today that the underwriters of its recent public offering of 2.05 million primary shares of common stock and 115,000 secondary shares of common stock issued by selling shareholders have also purchased an additional 200,000 primary shares of common stock pursuant to the partial exercise of their over allotment option for a total purchase of 2,250,000 primary shares of common stock.

Brush intends to use the proceeds from the offering to repay a portion of the amounts outstanding under the credit facilities that are part of the refinancing Brush completed in December 2003. Any remaining net proceeds will be used for working capital and general corporate purposes.

KeyBanc Capital Markets, a division of McDonald Investments Inc., acted as the lead managing underwriter and Jeffries & Company, Inc., BB&T Capital Markets, a division of Scott & Stringfellow, Inc., and Wm Smith Securities, Incorporated acted as co-managing underwriters. Copies of the final prospectus relating to the offering may be obtained from KeyBanc Capital Markets at McDonald Investment Center, 800 Superior Avenue, Cleveland, Ohio 44114.

Brush Engineered Materials Inc. is headquartered in Cleveland, Ohio. The Company, through its wholly owned subsidiaries, supplies worldwide markets with beryllium products, alloy products, electronic products, precious metal products, and engineered material systems.

#### **FOR FURTHER INFORMATION, PLEASE CONTACT:**

Investors:  
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Michael C. Hasychak  
(216) 383-6823

Media:  
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Patrick S. Carpenter  
(216) 383-6835

<http://www.beminc.com>