

[] 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 OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2.	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
MADAR W	ILLIAM	I P			N	IAT	ERIC	N Cor	p []	MTR	N]		Ì	,			
(Last) (First) (Middle)					3.	3. Date of Earliest Transaction (MM/DD/YYYY)								X _ Director10% Owner			
(Last) (Last) (Last)														Officer (give title below) Other (specify below)			
6070 PARKLAND BLVD.						3/21/2011											
(Street)				4.	4. If Amendment, Date Original Filed (MM/DD/YYYY)								6. Individual or Joint/Group Filing (Check Applicable Line)				
MAYFIELI														ed by One Repo	orting Person One Reporting F	erson	
((City) (S	tate) (Z	ip)														
			Table	e I - N	on-De	rivat	ive Se	curities A	cqui	ired, D	ispose	l of, or B	eneficially Ow	ned			
1.Title of Security (Instr. 3)				2. Trans. Date		2A. Deemed Execution Date, if any		3. Trans. Co (Instr. 8)	ode	4. Securities Acquired (A) o Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form:	7. Nature of Indirect Beneficial		
								Code	v	Amour	(A) or (D)	Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common stock				3/21/2	2011			A		2000	A	\$12.36		19485		D	
Common stock				3/21/2	2011			s		600	D	\$40.75		18885		D	
Common stock 3/21/2011					2011			s		1400	D	\$40.8092		17485		D	
Common stock														5974		I	See footnote
	Tal	ble II - Der	rivativ	e Secu	ırities	Bene	eficiall	y Owned	(e.g	. , puts	s, calls,	warrant	s, options, con	vertible sec	eurities)	•	•
1. Title of Derivate Security (Instr. 3)	Conversion or Exercise Price of Derivative	3. Trans. Date	3A. De Execut Date, it			r. 8) De Ac Dis		umber of vative Securities aired (A) or osed of (D) r. 3, 4 and 5)		6. Date Exercisable and Expiration Date		Securitie	s Underlying e Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned	Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security				Code	e V	(A)	(D)	Date Exe	e rcisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Stock Option	\$12.36	3/21/2011			A		2000		11/8	8/2002	5/8/2012	Commo Stock	on 2000	\$0	2000	D	

Explanation of Responses:

(1) Acquired and held by trust for the Brush Engineered Materials Inc. Deferred Compensation Plan for Non-employee Directors and the 1997 Stock Incentive Plan.

Reporting Owners

reporting owners										
Paparting Owner Name / Address	Relationships									
Reporting Owner Name / Address	Director	10% Owner	ips Officer C	Other						
MADAR WILLIAM P										
6070 PARKLAND BLVD.	X									
MAYFIELD HTS., OH 44124										

Signatures

Susan J. MacDonald / Atty in fact

**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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.