GOMEZ GREGORY M

Form 4

January 29, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

January 31,

2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * GOMEZ GREGORY M			2. Issuer Name and Ticker or Trading Symbol BADGER METER INC [BMI]				•	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date	. Date of Earliest Transaction				(Check all applicable)			
4545 W. BROWN DEER ROAD			(Month/Day/Year) 01/29/2009					Director 10% Owner Sofficer (give title Other (specify below) VP-Engineering			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				A	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
MILWAU	KEE, WI 53223						F	Form filed by M Person	iore than One R	eporung	
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivative S	ecurit	ies Acqui	ired, Disposed of	, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	3. Transacti Code (Instr. 8)	4. Securities owr Disposed (Instr. 3, 4 a	of (D)		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)	
Common Stock	01/29/2009			A(1)	138.7979	A	29.02 (2)	4,622.8679	I	ESSOP	
Common Stock								900	I	Restricted Stock	
Common Stock								240	D		

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

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displays a currently valid OMB control number.

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. 5. TransactionNumber Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secun (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 7.125					05/18/2002	05/18/2011	BMI Common Stock	10,000	
Stock Options	\$ 52.81					05/02/2009	05/02/2018	BMI Common Stock	4,500	

Reporting Owners

	Relationships
Ranarting Owner Name / Address	

Director 10% Owner Officer Other

GOMEZ GREGORY M 4545 W. BROWN DEER ROAD MILWAUKEE, WI 53223

VP-Engineering

Signatures

Gregory M. 01/29/2009 Gomez

**Signature of Date Reporting Person

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).
- (1) Represents shares of Badger Meter, Inc. Common Stock allocated pursuant to the Badger Meter Employee Savings and Stock Ownership Plan (ESSOP). The shares include the Company's annual year-end 401(k) match for 2008.
- (2) Price of Badger Meter, Inc. Common Stock at 12/31/08.

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

Reporting Owners 2

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