

Nauman J Michael
 Form 4
 February 28, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Nauman J Michael

(Last) (First) (Middle)
 6555 WEST GOOD HOPE RD.
 (Street)

MILWAUKEE, WI 53223

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 BRADY CORP [BRC]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/26/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-------------|---|
| | | | Code | V | Amount or Price | | | | |
| Class A Common Stock | 02/26/2019 | | M | | 10,943 (1) | A | \$ 22.66 | 105,135 (2) | D |
| Class A Common Stock | 02/26/2019 | | F | | 7,876 (1) | D | \$ 48.06 | 97,259 | D |
| Class A Common Stock | 02/26/2019 | | M | | 60,280 (3) | A | \$ 19.96 | 157,539 | D |
| Class A Common | 02/26/2019 | | F | | 41,609 (3) | D | \$ 48.03 | 115,930 | D |

Stock

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

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.

SEC 1474
(9-02)

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. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option Net Exercise | \$ 22.66 | 02/26/2019 | | M | 10,943 | ⁽⁴⁾ 09/25/2024 | Class A Common Stock | 10,943 |
| Stock Option Net Exercise | \$ 19.96 | 02/26/2019 | | M | 60,280 | ⁽⁴⁾ 09/25/2025 | Class A Common Stock | 60,280 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Nauman J Michael 6555 WEST GOOD HOPE RD. MILWAUKEE, WI 53223 | X | | President & CEO | |

Signatures

Heidi Knueppel,
Attorney-In-Fact
02/28/2019

__Signature of Reporting Person Date

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).

Edgar Filing: Nauman J Michael - Form 4

- (1) Represents net exercise of stock option. 10,943 options were exercised, resulting in a net gain of 3,067 shares (5,783 gross shares less payroll tax withholding of 2,716 shares).
- (2) Prior to the transaction date, amount of securities beneficially owned by the reporting owner were reduced by 3,624 shares of Class A Common Stock pursuant to a domestic relations order.
- (3) Represents net exercise of stock option. 60,280 options were exercised, resulting in a net gain of 18,671 shares (35,229 gross shares less payroll tax withholding of 16,558 shares).
- (4) Represents options exercisable one third each year for the three years subsequent to the grant date.

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

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