

BRADY CORP
Form 4/A
August 14, 2008

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KLOTSCH ALLAN J

(Last) (First) (Middle)

6555 WEST GOOD HOPE ROAD

(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)

08/06/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)
08/01/2008

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Pres Asia Pacific VP Brady Co

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock ⁽²⁾	08/06/2008		J		11.2095	A	\$ 36.64 2,161.7433 D
Class A Common Stock	08/12/2008		M		534	A	\$ 39.95 2,695.7433 D
Class A Common Stock	08/12/2008		S		534	D	\$ 39.95 2,161.7433 D
Class A Common	08/01/2008		M		30,000	A	\$ 32,150.5338 D 35.9989

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Stock ⁽³⁾

Class A

Common 08/01/2008 S 30,000 D \$ 35.9989 2,150.5338 D

Stock ⁽³⁾

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

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(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 Underlying (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title
Deferred Compensation Units	<u>(1)</u>	08/06/2008		A	29.0019	<u>(1)</u> <u>(1)</u>	Class A Common Stock
Option to Buy	\$ 9.5938	08/12/2008		M	534	10/09/1998 10/09/2008	Class A Common Stock
Option to Buy <u>(3)</u>	\$ 17.012	08/01/2008		M	30,000	08/01/2003 08/01/2013	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KLOTSCH ALLAN J 6555 WEST GOOD HOPE ROAD MILWAUKEE, WI 53223	Pres Asia Pacific VP Brady Co

Signatures

Barbara Bolens, as Attorney
-In-Fact 08/14/2008

__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).

The deferred compensation stock units were acquired under the Brady Corporation employee deferred compensation plan. Each deferred

- (1) compensation unit is the economic equivalent of one share of Class A Common Stock. The deferred compensation units become payable in share of Brady's Class A Common Stock upon the reporting persons cessation of service as an employee of Brady Corporation.
- (2) Represents shares of Class A Common Stock purchased under the issuer's 401(K) payroll deduction plan.
- (3) This filing amends the options to buy originally filed on 8/1/2008.
- (4) These shares were sold under Rule 144.

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

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