

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

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
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1. Name and Address of Reporting Person *
BERGUM WILLIAM R A

2. Issuer Name **and** Ticker or Trading Symbol
BADGER METER INC [BMT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
03/05/2019

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

VP-Gen. Counsel and Secretary

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
☒_X_ Form filed by One Reporting Person
☐___ Form filed by More than One Reporting Person

MILWAUKEE, WI 53223

(City) (State) (Zip)

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			
Common Stock	03/05/2019		S		842	D \$ 58.4545 <u>(1)</u>	11,437	D	
Common Stock							13,326.2423	I	ESSOP

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SEC 1474
(9-02)

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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. Pri Deriv Secur (Instr.	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 18.075							05/04/2013	05/04/2022	BMI Common Stock	1,500
Stock Options	\$ 25.645							03/01/2014	03/01/2023	BMI Common Stock	2,362
Stock Options	\$ 27.18							03/07/2015	03/07/2024	BMI Common Stock	2,416
Stock Options	\$ 28.33							03/06/2016	03/06/2025	BMI Common Stock	2,416
Stock Options	\$ 33.975							03/04/2017	03/04/2026	BMI Common Stock	2,064
Stock Options	\$ 36.45							03/03/2018	03/03/2027	BMI Common Stock	1,981
Stock Options	\$ 48.2							03/02/2019	03/02/2028	BMI Common Stock	1,621
Stock Options	\$ 59.85							03/01/2020	03/01/2029	BMI Common Stock	1,648

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BERGUM WILLIAM R A
4545 W. BROWN DEER ROAD
MILWAUKEE, WI 53223

VP-Gen. Counsel and Secretary

Signatures

/s/ William R.A.

03/06/2019

Bergum

—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 price in Column 4 is a weighted average price. Prices actually received ranged from \$58.25 to \$58.71. The reporting person has
(1) provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price for all transactions reported in this Form 4.

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.