

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01. Other Events.

On November 11, 2016, Belden Inc. issued a press release making the shareholders of Digi International Inc. (the “Company”) aware of its proposal to acquire the Company. The press release, including the full text of a letter addressed to the Company’s board of directors and delivered to Mr. William N. Priesmeyer, Chairman of the Board, and Mr. Ron Konezny, President & Chief Executive Officer, is attached as Exhibit 99.1 to this Current Report and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Company news release dated November 11, 2016, titled “Belden Submits Proposal to Digi International Inc. Regarding Potential Acquisition”

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BELDEN INC.

Date: November 14, 2016 By: /s/ Brian E. Anderson
Brian E. Anderson
Senior Vice President-Legal, General
Counsel and Corporate Secretary