



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2012

1. Corporate ID No. 000020851

2. Name of Corporation BADGER METER, INC.

3. Street Address Principal Business Office:

No. and Street: 4545 WEST BROWN DEER ROAD

City or Town: MILWAUKEE

State: WI Zip: 53223 Country: USA

4. Business Phone No.

414-355-0400

5. State of Incorporation

State: WI

6. Brief Description of the Character of Business Conducted in Rhode Island

SALES SOLICITATION

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	RICHARD A MEEUSEN	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
TREASURER	RICHARD E JOHNSON	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
SECRETARY	WILLIAM R A BERGUM	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
CONTROLLER	BEVERLY SMILEY	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
VICE PRESIDENT	KIMBERLY K STOLL	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
VICE PRESIDENT	DENNIS J WEBB	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
DIRECTOR	TODD J TESKE	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
VICE PRESIDENT	HORST E GRAS	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
VICE PRESIDENT	RAYMOND G SERDYNSKI	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
VICE PRESIDENT	FRED J BEGALE	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
VICE PRESIDENT	GREGORY M GOMEZ	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
DIRECTOR	ANDREW J POLICANO	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
DIRECTOR	STEVEN J SMITH	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
DIRECTOR	RONALD H DIX	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
DIRECTOR	GALE E KLAPPA	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
DIRECTOR	THOMAS J FISCHER	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA
DIRECTOR	JOHN J STOLLENWERK	4545 W BROWN DEER RD MILWAUKEE, WI 53223 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$1.00	40,000,000.00	21292030

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 16 Day of February, 2012 at 9:40:43 AM. This electronic signature of the individual

or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.

By BEVERLY SMILEY
Signature of Authorized Representative of the Corporation

VP-CONTROLLER
Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

Form No. 630
Revised 09/07

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