

Item 2.02 Results of Operations and Financial Condition.

On February 4, 2009, the Company issued a press release announcing its quarterly financial results for the fourth quarter and year ended December 31, 2008.

A copy of the press release issued by the Company announcing the foregoing is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Shell Company Transactions.

Not applicable.

(d) Exhibits.

The exhibit filed herewith is as listed in the accompanying Exhibit Index.

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.

BADGER METER, INC.

Date: February 4, 2009 By: /s/ Richard E. Johnson

Richard E. Johnson

Senior Vice President – Finance and Treasurer

Chief Financial Officer

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Exhibit Index to Current Report on Form 8-K
Dated February 4, 2009

Exhibit

Number Description

(99.1) Badger Meter, Inc. Press Release, dated February 4, 2009.