## Edgar Filing: OBRIEN GORDON - Form 4

April 04, 2011 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, ohlgations may continue. Sec Instruction 16. Print or Type Responses) I. Name and Address of Reporting Person [	OBRIEN GO Form 4	RDON											
Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       OMB Number:       3235-0287         Statement of reporting Person 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires:       January 31, 2005         Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).       States and Ticker or Trading Symbol       States and Ticker or Tirading Symbol       States and Ticker or Tirading Symbol       Ticker or Tirading Symbol       Ticker or Tirading Symbol       States and Ticker or Tirading Symbol       Ticker or Tirading Symbol       States and Ticker or Tiradi	April 04, 201	1											
Check this box if no longer subject to section 16, Form 4 or Form 4 or Form 4 or Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue, Sec Instruction 10(b). (Print or Type Responses) 1. Name and Address of Reporting Person <sup>1</sup> (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CORPORATION, 1400 TOASTMASTER DR (Street) 4. If Amendment, Date Original (Street) 4. If Amendment, Date Original (Street) 4. If Amendment, Date Original Field Month/Day/Year) (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Scentry (Month/Day/Year) (City) (State) (Zip) (Cast) (City) (State) (Zip) (Cast) (City) (State) (Zip) (Cast) (City) (State) (Zip) (City) (City) (City) (City) (City) (City) (City) (City) (City) (City)	FORM	Washington, D.C. 20549							COMMERION				
if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Sec Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading OBRIEN GORDON (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) ELGIN, IL 60120 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities ELGIN, IL 60120 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 3, 4 and 5) Code V Amount (D) Price (Instr. 4) (Instr. 4) (Common 03/28/2011 A(U) 6,000 A (U) 15,100 (U) D	-								OND	3235-0287			
subject to STATEMENT OF CHARGES IN BEREFICIAL OWNERSHIP OF Estimated average Section 16. SECURITIES burden hours per response 0.5 Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 30(h) of the Investment Company Act of 1935 or Section See Instruction 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses)  1. Name and Address of Reporting Person <sup>±</sup> 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer MIDDLEBY CORP [MIDD] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (CorpORATION, 1400 TOASTMASTER DR  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) Owner Security (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) Owner Security (Instr. 4) (Instr. 4		<b></b>								Expires:			
Form 4 or Form 5 or Form 5 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 OBRIEN GORDON Symbol MIDDLEBY CORP [MIDD] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CORPORATION, 1400 TOASTMASTER DR (City) (State) (Zip) ELGIN, IL 60120 (City) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed (Instr. 3) (Month/Day/Year) Code V Amount (D) Piere (An the context of the conte	subject to	SIAIEM	ENT O	F CHAN							average		
Form 5 obligations may continue. See Instruction       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 30(h) of the Investment Company Act of 1930         (Print or Type Responses)       1. Name and Address of Reporting Person 1 (b).       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)					SECON						•		
may continue.       Section 17(a) of the Public Offiny Profiling Company Act of 1955 of Section 30(h) of the Investment Company Act of 1940         See Instruction 1(b).       30(h) of the Investment Company Act of 1940         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol MIDDLEBY CORP [MIDD]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         C/O THE MIDDLEBY       03/28/2011       — X_ Director		Filed purs	uant to S	Section 16	6(a) of the	e Securiti	es Ez	cchang	ge Act of 1934,	100001100111	0.0		
1. Name and Address of Reporting Person 2       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         C/O THE MIDDLEBY CORPORATION, 1400       3. Date of Earliest Transaction (Month/Day/Year)       -X_Director       -10% Owner         CORPORATION, 1400       03/28/2011       -X_Director       -10% Owner         CORPORATION, 1400       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         Keret)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         C(City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         I.Title of       2. Transaction Date       2A. Deemed       3.       4. Scurities       5. Amount of Securities Couries       6. Ownership       7. Nature of Security (Month/Day/Year)         (Instr. 3)       (Month/Day/Year)       Execution Date, if TransactionAcquired (A) or Code Disposed of (D) or Ownership Following (Instr. 4)       6. Ownership Form: Direct Indirect	may conti See Instru	nue. Section 17(a	·		•	U				n			
OBRIEN GORDON     Symbol     Issuer       (Last)     (First)     (Middle)     3. Date of Earliest Transaction     (Check all applicable)       (Last)     (First)     (Middle)     3. Date of Earliest Transaction     (Check all applicable)       C/O THE MIDDLEBY CORPORATION, 1400     03/28/2011	(Print or Type R	esponses)											
(Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       -XDirector officer (give title)       10% Owner Officer (give title)         C/O THE MIDDLEBY CORPORATION, 1400 TOASTMASTER DR       03/28/2011       -XDirector below)       -10% Owner Officer (give title)       10% Owner Other (specify)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) 	OBRIEN GORDON Symbol			Symbol									
C/O THE MIDDLEBY CORPORATION, 1400       (Month/Day/Year)	(Last)	(First) (M	iddle)			-			(Check all applicable)				
Filed(Month/Day/Year)       Applicable Line) _X_ Form filed by More Reporting Person 	C/O THE M CORPORAT	IDDLEBY TION, 1400	induic)	(Month/Da	ay/Year)	insaction			Officer (give	title Oth			
X_Form filed by One Reporting Person		(Street) 4. If Am			nendment, Date Original				6. Individual or Joint/Group Filing(Check				
ELGIN, IL 60120 $$	Filed(Mon				-				Applicable Line)				
1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities TransactionAcquired (A) or Code       5. Amount of Securities       6. Ownership Form: Direct       7. Nature of Indirect         0.000       Month/Day/Year)       Execution Date, if any (Month/Day/Year)       3.       4. Securities       5. Amount of Securities       6. Ownership Form: Direct       7. Nature of Indirect         0.01       Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       Indirect (I)       Ownership (Instr. 4)         (A)       or Code       V       Amount       (D)       Price       (Instr. 4)       (Instr. 4)         Common       03/28/2011       A(1)       6,000       A(1)       15 100 (1)       D	ELGIN, IL 6	0120							Form filed by M				
Security (Instr. 3)       (Month/Day/Year)       Execution Date, if any       TransactionAcquired (A) or Code       Securities       Form: Direct       Indirect         (Instr. 3)       any       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Securities       Beneficially       (D) or       Beneficial         (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       Indirect (I)       Ownership         (A)       or       (A)       or       Reported       Transaction(s)       (Instr. 4)         Code       V       Amount       (D)       Price       Instr. 3 and 4)       D	(City)	(State) (	Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned		
Common $03/28/2011$ $A^{(1)}$ $6,000$ $A^{(1)}$ $15100(1)$ D	Security		Month/Day/Year) Execution Date, if any		TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership		
$(137/87/011)$ $A^{(1)}$ $A^{(1)}$ $A^{(1)}$ $(1)$ $(1)$ $(1)$ $(1)$	Common												
		03/28/2011			A <u>(1)</u>		А	<u>(1)</u>	15,100 <u>(1)</u>	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: OBRIEN GORDON - Form 4

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. Transactic Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr	
				Code V	<sup>7</sup> (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

 Reporting Owner Name / Address
 Relationship

 Director
 10% Owner
 Officer
 Other

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## 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).
- (1) Reporting person was granted 6,000 shares of restricted stock grant on 03-28-11. The grant subject to a five year ratable vesting schedule in 20% increments beginning on the first anniversary of the grant date.

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.