

MADONIA FRANK

Form 4/A

December 02, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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 APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MADONIA FRANK

2. Issuer Name **and** Ticker or Trading  
Symbol  
MILLER INDUSTRIES INC /TN/  
[MLR]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
8503 HILLTOP DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/01/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Exec. VP, Sec. and GC

OOLTEWAH, TN 37363

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
12/01/2005

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Common<br>Stock                       | 12/01/2005                              |                                                             | S                                    |                                                                         | 17 <sup>(1)</sup>                                                                                                  | D \$ 20.6                                                            | 45,578 <sup>(2)</sup> D                                           |
| Common<br>Stock                       | 12/01/2005                              |                                                             | S                                    |                                                                         | 50 <sup>(1)</sup>                                                                                                  | D \$<br>20.55                                                        | 45,528 <sup>(2)</sup> D                                           |
| Common<br>Stock                       | 12/01/2005                              |                                                             | S                                    |                                                                         | 165 <sup>(1)</sup>                                                                                                 | D \$ 20.5                                                            | 45,363 <sup>(2)</sup> D                                           |
| Common<br>Stock                       | 12/01/2005                              |                                                             | S                                    |                                                                         | 84 <sup>(1)</sup>                                                                                                  | D \$<br>20.32                                                        | 45,279 <sup>(2)</sup> D                                           |
| Common<br>Stock                       | 12/01/2005                              |                                                             | S                                    |                                                                         | 33 <sup>(1)</sup>                                                                                                  | D \$<br>20.31                                                        | 45,246 <sup>(2)</sup> D                                           |

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|              |            |   |               |   |          |            |   |
|--------------|------------|---|---------------|---|----------|------------|---|
| Common Stock | 12/01/2005 | S | 4,381<br>(1)  | D | \$ 20.25 | 40,865 (2) | D |
| Common Stock | 12/01/2005 | S | 4,180<br>(1)  | D | \$ 20.2  | 36,685 (2) | D |
| Common Stock | 12/01/2005 | S | 752 (1)       | D | \$ 20.15 | 35,933 (2) | D |
| Common Stock | 12/01/2005 | S | 17 (1)        | D | \$ 19.77 | 35,916 (2) | D |
| Common Stock | 12/01/2005 | S | 234 (1)       | D | \$ 19.62 | 35,682 (2) | D |
| Common Stock | 12/01/2005 | S | 21,567<br>(1) | D | \$ 19.5  | 14,115 (2) | D |

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships                    |
|-----------------------------------------------------------|----------------------------------|
|                                                           | Director 10% Owner Officer Other |
| MADONIA FRANK<br>8503 HILLTOP DRIVE<br>OOLTEWAH, TN 37363 | Exec. VP, Sec. and GC            |

## Signatures

/s/ Frank  
Madonia

12/02/2005

    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).
- (1) The shares sold by the Reporting Person on December 1, 2005 include shares received on May 31, 2005 in a distribution from Harbourside Investments, LLLP to its partners, and shares received in connection with prior exercises of stock options.
- (2) Does not include an aggregate of 46,950 shares subject to currently exercisable stock options.

### Remarks:

On December 1, 2005, the Reporting Person reported on Form 4 the sale of an aggregate of 31,480 shares at an average price of

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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