

MILLER INDUSTRIES INC /TN/

Form 4

November 15, 2006

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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Number: 3235-0287
Expires: January 31,
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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)
11/13/2006

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Exec. VP, Sec. and GC

OOLTEWAH, TN 37363

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount (A) or (D)	Price		
Common Stock	11/13/2006		M		1,200	A \$ 10.9375	35,265	D
Common Stock	11/13/2006		M		1,250	A \$ 3.05	36,515	D
Common Stock	11/13/2006		S		16	D \$ 22.5	36,499	D
Common Stock	11/13/2006		S		208	D \$ 22.6	36,291	D
Common Stock	11/13/2006		S		144	D \$ 22.61	36,147	D

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Common Stock	11/13/2006	S	32	D	\$ 22.65	36,115	D
Common Stock	11/13/2006	S	16	D	\$ 22.67	36,099	D
Common Stock	11/13/2006	S	32	D	\$ 22.68	36,067	D
Common Stock	11/13/2006	S	16	D	\$ 22.7	36,051	D
Common Stock	11/13/2006	S	128	D	\$ 22.73	35,923	D
Common Stock	11/13/2006	S	144	D	\$ 22.74	35,779	D
Common Stock	11/13/2006	S	560	D	\$ 22.75	35,219	D
Common Stock	11/13/2006	S	352	D	\$ 22.79	34,867	D
Common Stock	11/13/2006	S	1,200	D	\$ 22.8	33,667	D
Common Stock	11/13/2006	S	224	D	\$ 22.81	33,443	D
Common Stock	11/13/2006	S	160	D	\$ 22.82	33,283	D
Common Stock	11/13/2006	S	64	D	\$ 22.83	33,219	D
Common Stock	11/13/2006	S	16	D	\$ 22.84	33,203	D
Common Stock	11/13/2006	S	224	D	\$ 22.85	32,979	D
Common Stock	11/13/2006	S	160	D	\$ 22.86	32,819	D
Common Stock	11/13/2006	S	64	D	\$ 22.88	32,755	D
Common Stock	11/13/2006	S	48	D	\$ 22.9	32,707	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)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. I Der Sec (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 10.9375	11/13/2006		M	1,200	<u>(1)</u>	12/07/2011	Common Stock	2,400	
Stock Option (right to buy)	\$ 3.05	11/13/2006		M	1,250	<u>(2)</u>	10/26/2009	Common Stock	5,000	

Reporting Owners

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

Signatures

/s/ Frank
Madonia 11/15/2006

 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 options vested and became exercisable in 4 equal installments on 10/26/00, 10/26/01, 10/26/02 and 10/26/03.

(2) The options vested and became exercisable in 4 equal installments on 12/7/02, 12/7/03, 12/7/04 and 12/7/05.

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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