MILLER INDUSTRIES INC /TN/
Form 4
March 13, 2014

FORM 4

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

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

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BADGLEY JEFFREY I

(Last) (First) (Middle)

8503 HILLTOP DRIVE

(Street)

OOLTEWAH, TN 37363

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/11/2014

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Co-Chief Executive Officer

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

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	03/11/2014		M		5,000	A	$ 5.49	41,428	D	
Common Stock	03/11/2014		S		5,000	D	$ 19.3739 (1)	36,428	D	
Common Stock	03/12/2014		M		3,000	A	$ 5.49	39,428	D	
Common Stock	03/12/2014		S		3,000	D	$ 19.0685 (2)	36,428	D	
	03/13/2014		M		5,000	A	$ 5.49	41,428	D	

Common Stock									
Common Stock	03/13/2014		S	5,000	D	$ 18.7451 (3)	36,428	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 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. D Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	$ 5.49	03/11/2014		M			5,000	(4)	11/06/2018	Common Stock	5,000	
Stock Option (right to buy)	$ 5.49	03/12/2014		M			3,000	(4)	11/06/2018	Common Stock	3,000	
Stock Option (right to buy)	$ 5.49	03/13/2014		M			5,000	(4)	11/06/2018	Common Stock	5,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BADGLEY JEFFREY I 8503 HILLTOP DRIVE	X		Co-Chief Executive Officer	

OOLTEWAH, TN 37363

Signatures

/s/ Frank Madonia as attorney-in-fact for Jeffrey I. Badgley	03/13/2014
**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) $19.3739 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from $19.11 to $19.62. The reporting person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.

(2) $19.0685 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from $19.05 to $19.10. The reporting person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.

(3) $18.7451 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from $18.49 to $19.21. The reporting person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.

(4) All outstanding options are currently exercisable.

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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