

MAGNETEK, INC.  
Form 4  
September 02, 2015

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**REILAND DAVID P**

(Last) (First) (Middle)

**MAGNETEK, INC., N49 W13650  
CAMPBELL DRIVE**

(Street)

**MENOMONEE FALLS, WI 53051**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**MAGNETEK, INC. [MAG]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/02/2015**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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	09/02/2015		D		1,255	D	\$ 50 (1)
							0
Common Stock	09/02/2015		D		11,755	D	\$ 50 (1)
							0
							I
							By Trust

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

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SEC 1474  
(9-02)

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**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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Director Stock Option (Right to Buy)	\$ 21.05	09/02/2015		D	750	<u>(2)</u>	01/16/2019	Common Stock	7
Director Stock Option (Right to Buy)	\$ 13.95	09/02/2015		D	750	<u>(2)</u>	06/26/2019	Common Stock	7
Director Stock Option (Right to Buy)	\$ 11.05	09/02/2015		D	750	<u>(2)</u>	06/25/2020	Common Stock	7
Director Stock Option (Right to Buy)	\$ 18.45	09/02/2015		D	1,743	<u>(2)</u>	07/01/2021	Common Stock	1,7
Director Stock Option (Right to Buy)	\$ 8.48	09/02/2015		D	1,866	<u>(2)</u>	12/30/2021	Common Stock	1,8
Director Stock Option (Right to Buy)	\$ 10.41	09/02/2015		D	3,091	<u>(2)</u>	12/28/2022	Common Stock	3,0
Director Stock Option (Right to Buy)	\$ 22.23	09/02/2015		D	1,426	<u>(2)</u>	12/29/2023	Common Stock	1,4
	\$ 38	09/02/2015		D	836	<u>(2)</u>	12/28/2024		8

Director  
Stock  
Option  
(Right to  
Buy)

Common  
Stock

Phantom  
Stock  
Units

(3)

09/02/2015

D

31,510.514

(4)

(4)

Common  
Stock

31,510.514

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REILAND DAVID P MAGNETEK, INC. N49 W13650 CAMPBELL DRIVE MENOMONEE FALLS, WI 53051			X	

## Signatures

Scott S. Cramer, Attorney-in-Fact for David P.  
Reiland

09/02/2015

\_\_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).

On July 26, 2015, the Issuer entered into an Agreement and Plan of Merger (the "Merger Agreement") with Columbus McKinnon Corporation, a New York corporation ("Parent"), and Megatron Acquisition Corp., a Delaware corporation and a wholly owned subsidiary of Parent ("Acquisition Sub"). Pursuant to the Merger Agreement, Acquisition Sub commenced a tender offer to acquire all

(1) shares of the Issuer's common stock at a price per share of \$50.00, and on September 2, 2015, Acquisition Sub accepted all shares of Issuer's common stock that were tendered and Parent subsequently made a cash payment in respect of all of the outstanding shares of the Issuer's common stock that were tendered. The reporting person reports disposition of shares tendered by the reporting person pursuant to the terms of the tender offer, which involved a change of control.

The Merger Agreement contemplated a merger of Acquisition Sub with and into the Issuer following consummation of the tender offer.

(2) Pursuant to the Merger Agreement, each unexpired and unexercised option vested immediately prior to the consummation of the merger and was canceled in exchange for a cash payment per share equal to the difference between \$50.00 and the exercise price of such option. Options with an exercise price of \$50.00 per share or more were canceled and are not shown in Table II of this Report.

(3) 1 for 1.

(4) As a result of the transactions contemplated by the Merger Agreement, the reporting person was entitled to receive an amount per share of \$50.00 for each Phantom Stock Unit.

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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