

MIDDLEBY CORP  
Form 4/A  
September 11, 2007

# FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BASSOUL SELIM A

(Last) (First) (Middle)

C/O THE MIDDLEBY CORPORATION, 1400 TOASTMASTER DRIVE

(Street)

ELGIN, IL 60120

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MIDDLEBY CORP [MIDD]

3. Date of Earliest Transaction (Month/Day/Year)  
09/04/2007

4. If Amendment, Date Original Filed (Month/Day/Year)  
09/07/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO, Chairman, President

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 Price			
common stock	09/04/2007 <sup>(4)</sup>		S <sup>(2)</sup>		30,000 <sup>(2)</sup>	D 71.7776 758,712	D	
				(A) or (D)		\$ <sup>(1)</sup>		
Common stock	09/05/2007 <sup>(4)</sup>		S <sup>(2)</sup>		30,000 <sup>(2)</sup>	D 71.1763 728,712	D	
				(A) or (D)		\$ <sup>(1)</sup>		
common stock	09/06/2007 <sup>(4)</sup>		S <sup>(2)</sup>		30,000 <sup>(2)</sup>	D 70.0623 698,712	D	
				(A) or (D)		\$ <sup>(1)</sup>		
Common	09/07/2007 <sup>(4)</sup>		M <sup>(3)</sup>		98,288	A \$ 9.235 797,000	D	

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Stock (3) (3)

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

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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 of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option to buy	\$ 9.235	09/07/2007 <sup>(4)</sup>		M <sup>(3)</sup>	98,288 <sup>(3)</sup>	10/23/2003	10/23/2013	Common Stock	98,288 <sup>(3)</sup>

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BASSOUL SELIM A C/O THE MIDDLEBY CORPORATION 1400 TOASTMASTER DRIVE ELGIN, IL 60120	X		CEO, Chairman, President	

**Signatures**

Selim A. Bassoul 09/11/2007

<sup>\*\*</sup>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) Avg price

(2) Shares sold pursuant to existing 10b5-1 plan as previously filed with the SEC

(3) Transaction the result of an option exercise that was granted on October 23, 2003 at a split adjusted price of \$9.235 and expiration of October 23, 2013.

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(4) This Form 4 being amended based on an incorrect "Earliest Transaction Date" on the original filing.

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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