Millerchip Mark Form 4 July 31, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Millerchip Mark

MUELLER INDUSTRIES INC

(Check all applicable)

[MLI]

(Last)

(City)

(Instr. 3)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

(Month/Day/Year) 07/27/2017

below) below) Exec. Director - European Ops

8285 TOURNAMENT DRIVE **SUITE 150**

(Street)

(State)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

MEMPHIS, TN 38125

1. Title of 2. Transaction Date 2A. Deemed Security

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

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 Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if TransactionDerivative

5. Number of

6. Date Exercisable and **Expiration Date**

Title and Amoun Underlying Securit Edgar Filing: Millerchip Mark - Form 4

Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amo

Exercisable

Exercisable Date

or Num

of Sh

Stock

Appreciation \$0 07/27/2017 A 12,000 07/31/2022 07/31/2022 Common Stock 12,000

Right

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Millerchip Mark

8285 TOURNAMENT DRIVE SUITE 150 Exec. Director - European Ops

MEMPHIS, TN 38125

Signatures

Anthony Steinriede, Attorney-in-Fact

07/31/2017

Date

**Signature of Reporting Person

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) Each stock appreciation right is the equivalent of one share of Mueller Industries, Inc. common stock. The reporting person will receive a cash bonus based on the value of Mueller's common stock on the vest date times the number of stock appreciation rights vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. border-right-width: 1; border-bottom-width: 1">10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)11. Nature of Indirect Beneficial Ownership

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

X President and CEO

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FLORANCE ANDREW C C/O COSTAR GROUP, INC. 1331 L STREET, NW WASHINGTON, DC 20005

Signatures

/s/ Jonathan Coleman, Attorney-in-Fact

07/31/2013

**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) Represents all shares of Common Stock owned, consisting of 91,562 shares of Common Stock and 201,634 shares of Common Stock subject to unvested Restricted Stock Grants.
- (2) Represents all shares of Common Stock owned, consisting of 128,936 shares of Common Stock and 201,634 shares of Common Stock subject to unvested Restricted Stock Grants.
- (3) Average based on sales prices ranging from \$155.00 to \$158.88.
- (4) Represents all shares of Common Stock owned, consisting of 95,796 shares of Common Stock and 201,634 shares of Common Stock subject to unvested Restricted Stock Grants.
- (5) Represents all shares of Common Stock owned, consisting of 122,082 shares of Common Stock and 201,634 shares of Common Stock subject to unvested Restricted Stock Grants.
- (6) Average based on sales prices ranging from \$157.00 to \$157.26.
- (7) The option vested in three equal installments on March 2, 2010, March 2, 2011 and March 2, 2012.
- (8) The option vested in three equal installments on December 12, 2007, December 12, 2008 and December 12, 2009.
- (9) The option vested in three equal installments on February 27, 2009, February 27, 2010 and February 27, 2011.

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