### Edgar Filing: MAGNETEK, INC. - Form 4

Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires:       Exp	3235-0287 January 31, 2005 erage			
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       Statement of 1934, SECURITIES       DMB Number: Expires:         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       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       Section 1940         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol MAGNETEK, INC. [MAG]       5. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         N49 W13650 CAMPBELL DRIVE       10/23/2008	3235-0287 January 31, 2005 erage per			
Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Number:       Expires:       Expi	January 31, 2005 erage per			
if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires:       C         Section 16.       SECURITIES       Section 16.       Section 16.       Estimated ave burden hours response         Form 4 or Form 5 obligations may continue. See Instruction 1(b).       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 10.       Section 17(a) of the Public Utility Holding Company Act of 1940       Section 17(a)         (Print or Type Responses)       2. Issuer Name and Ticker or Trading MCCORMICK PETER M       5. Relationship of Reporting Person Symbol       5. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         N49 W13650 CAMPBELL DRIVE       10/23/2008       —       Director Officer (give tille below)       —       10% Or Officer	2005 erage per			
subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Estimated ave burden hours response         Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         N49 W13650 CAMPBELL DRIVE       10/23/2008       — Director XOfficer (give title0thc) below)       10% Or X	erage per			
obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).         (Print or Type Responses)         1. Name and Address of Reporting Person <sup>±</sup> . MCCORMICK PETER M       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person Issuer         N49 W13650 CAMPBELL DRIVE       10/23/2008       —				
1. Name and Address of Reporting Person* MCCORMICK PETER M       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)       10/23/2008       — Director VIC/23/2008       — Officer (give title below)         (Street)       4. If Amendment, Date Original       6. Individual or Joint/Group Filing(d)				
MCCORMICK PETER M       Symbol       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Director       10% OF         N49 W13650       CAMPBELL DRIVE       10/23/2008       (Month/Day/Year)				
(Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         N49 W13650 CAMPBELL DRIVE       (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer			
N49 W13650 CAMPBELL DRIVE       (Month/Day/Year) 10/23/2008       Image: Director indext and the provided interval of the	(Check all applicable)			
	Officer (give title Other (specify below)			
_X_ Form filed by One Reporting Perso	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially	Owned			
Security (Instr. 3)(Month/Day/Year)Execution Date, if anyTransactionAcquired (A) or Disposed of (D)SecuritiesForm: DirectInd Indication(Instr. 3)anyCodeDisposed of (D) (Instr. 8)Beneficially(D) or IndirectBeneficially(Instr. 4)(Instr. 8)(Instr. 8)(Instr. 3, 4 and 5)Owned(I)Owned	Nature of direct eneficial wnership istr. 4)			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.				

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securi
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Í	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Nurr Shar
Employee Stock Option	\$ 2.3	10/23/2008		А		300,000		10/31/2009 <u>(1)</u>	10/31/2018	Common Stock	300

### **Reporting Owners**

Reporting Owner Name / Address		F		
	Director	10% Owner	Officer	Other
MCCORMICK PETER M N49 W13650 CAMPBELL DRIVE MENOMONEE FALLS, WI 53051			Exec. V.P. & C.O.O.	
Signatures				
/s/ Jolene L. Shellman, Attorney In Fact		10/27/2008		
**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) This option vests in four equal installments beginning October 31, 2009.

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.