FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person [*] STREETER SABIN C | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>MIDDLEBY CORP</u> [midd] | | | | | | | | | elationship eck all appli X Directo | cable) | ng Pe | rson(s) to Is 10% Ov | |
|--|---|--|---|--|---------------------------------|--|---|----------------------|--|-------|---|---|-----------------|---|---|---|--|---|---|
| (Last) | (Last) (First) (Middle) 2 WOODS WITCH LANE | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/10/2003 | | | | | | | | | Officer below) | (give title | | Other (s below) | specify |
| 2 woods which lake | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) CHAPPAQUA NY 10514 | | | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (S | tate) (| Zip) | | | | | | | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day | | | | | | Exe if ar | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired Disposed Of (D) (Instr. and 5) | | | | 5. Amou Securiti Benefic Owned Followi | es ially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | | Code | v | Amount | (A (D |) or) | Price | Reporte Transac (Instr. 3 | ed ction(s) | | | (|
| Common Stock 11/10/20 | | | | | 2003 | 003 | | М | | 3,000 | 3,000 ⁽¹⁾ A | | \$ <u>6</u> | 32 | 32,000 | | D | | |
| 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. Transac Code (Ir 8) | | ion of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | str. 3 | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | Expiration Date | Title | oi N of | umber | | | | | |
| Stock Option | \$6 | 11/10/2003 | | | М | Π | \square | 3,000 ⁽¹⁾ | 05/11/200 | 0 0 | 5/11/2008 | Commo Stock | ⁿ 3, | ,000 ⁽¹⁾ | \$ 6 | 3,000 | | D | |

Explanation of Responses:

1. An option grant for 3000 shares was granted to Mr Streeter on May 11, 2000 at a price of \$6.00 per share. The options expire on May 11, 2008.

11/19/2003

** Signature of Reporting Person Date

Sabin C. Streeter

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

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