

MCKEE KENT A
Form 4
September 02, 2011

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 *
MCKEE KENT A

(Last) (First) (Middle)

2530 GUILFORD COVE

(Street)

GERMANTOWN, TN 38139

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MUELLER INDUSTRIES INC [mli]

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

08/31/2011

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)

Executive VP & CFO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 08/31/2011 | | M | | 8,500 A \$ 16.615 | D | |
| Common Stock | 08/31/2011 | | F | | 2,985 D \$ 47.3 | D | |
| Common Stock | 08/31/2011 | | M | | 22,622 A \$ 16.615 | D | |
| Common Stock | 08/31/2011 | | F | | 11,827 D \$ 47.3 | D | |
| Common Stock | 09/01/2011 | | M | | 8,089 A \$ 20.403 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|---------|---|
| Common Stock | 09/01/2011 | F | 3,489 | D | \$ 47.3 | 130,246 | D |
| Common Stock | 09/01/2011 | M | 11,362 | A | \$ 20.403 | 141,608 | D |
| Common Stock | 09/01/2011 | F | 6,508 | D | \$ 47.3 | 135,100 | D |

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 16.615 | 08/31/2011 | | M | 8,500 | <u>(1)</u> | 02/10/2013 | Common Stock | 8,500 |
| Employee Stock Option (Right to Buy) | \$ 16.615 | 08/31/2011 | | M | 22,622 | <u>(2)</u> | 02/10/2013 | Common Stock | 22,622 |
| Employee Stock Option (Right to Buy) | \$ 20.403 | 09/01/2011 | | M | 8,089 | <u>(3)</u> | 02/13/2012 | Common Stock | 8,089 |
| Employee Stock Option (Right to Buy) | \$ 20.403 | 09/01/2011 | | M | 11,362 | <u>(4)</u> | 02/13/2012 | Common Stock | 11,362 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MCKEE KENT A 2530 GUILFORD COVE GERMANTOWN, TN 38139 | | | Executive VP & CFO | |

Signatures

/s/ Kent A.
McKee

09/02/2011

__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) Exercisable as follows: 1 on 2/10/05; 1,240 on 2/10/06; 1,241 on 2/10/07; 6,018 on 2/10/08
- (2) Exercisable as follows: 6,224 on 2/10/04; 6,223 on 2/10/05; 4,985 on 2/10/06; 4,983 on 2/10/07; 207 on 2/10/08
- (3) Exercisable as follows: 308 on 2/13/05; 3,891 on 2/13/06; 3,890 on 2/13/07
- (4) Exercisable as follows: 3,890 on 2/13/03; 3,890 on 2/13/04; 3,582 on 2/13/05

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