

RILEY BRYANT R  
Form 4  
August 14, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
RILEY BRYANT R

(Last) (First) (Middle)

11100 SANTA MONICA BLVD.,  
SUITE 810

(Street)

LOS ANGELES, CA US 90025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MAGNETEK, INC. [MAG]

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

08/12/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
\_X\_ 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) |                       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |                       |
| Common Stock                    | 08/12/2009                           |  | S                              | 200,800   | D \$ 1.5604   | 1,150,366  | I   | Footnote 1 <u>(1)</u> |
| Common Stock                    | 08/13/2009                           |  | S                              | 250,000   | D \$ 1.5001   | 1,720,719  | I   | Footnote 2 <u>(2)</u> |
| Common Stock                    |                                      |  |                                |   |   | 34,799   | I   | Footnote 3 <u>(3)</u> |
| Common Stock                    |                                      |  |                                |   |   | 32,765   | I   | Footnote 4 <u>(4)</u> |
| Common Stock                    |                                      |  |                                |   |   | 8,400  | I   | Footnote 5 <u>(5)</u> |

Edgar Filing: RILEY BRYANT R - Form 4

Common Stock      08/13/2009      S      500,000      D      \$ 1.5001      650,366      I      Footnote 1 (1)

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.**      SEC 1474 (9-02)

**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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| RILEY BRYANT R<br>11100 SANTA MONICA BLVD., SUITE 810<br>LOS ANGELES, CA US 90025                  |               | X         |         |       |
| Riley Investment Management LLC<br>11100 SANTA MONICA BLVD., SUITE 810<br>LOS ANGELES, CA US 90025 |               | X         |         |       |

## Signatures

/s/ Bryant Riley      08/14/2009  
 \*\*Signature of      Date  
 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) Sole equity owner of Riley Investment Management LLC, general partner of Riley Investment Partners, L.P.

## Edgar Filing: RILEY BRYANT R - Form 4

- (2) Sole equity owner of Riley Investment Management LLC, investment adviser to managed accounts.
- (3) Sole indirect equity owner of B. Riley and Co., LLC.
- (4) Trustee of the B. Riley and Co. Retirement Trust.
- (5) Custodian for accounts of Mr. Riley's children.

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.