MISH J VINCENT Form 5 February 14, 2002

| Form 5  |   |   |                        | OMB   |
|---|---|---|------------------------|---|
|   | Wa  | COMMISSION | 0549<br>IN BENEFICIAL  | APPROVAL OMB Number: 3235-0287 Expires: December 31, 2001 |
| <ul> <li>[ ] Check box if no longer subject to Section 16.</li> <li>Form 4 or Form 5 obligations may continue.</li> <li>See instructions 1(b).</li> <li>[ ] Form 3  Holdings  Reported</li> <li>[ ] Form 4  Holdings  Reported</li> </ul> | of 1934, Section 17(a)  | of the Public Utili   | ecurities Exchange Act | Estimated average burden hours per response 0.5           |
| Name and Address of Reporting Person  | on*   |   |                        |   |
| Mish, J. Vincent  2. Issuer Name and Ticker or Trace  Miller Industries, Inc. (MLR)  6. Relationship of Reporting Perso (Check all applicable)  Director 10% _X_ Officer (give Other title below)   | on(s) to Issuer  Owner  ner (specify below)  Vice President o | t, Chief Financial<br>f Financial Service   | es Group               |   |
| 8503 Hilltop Drive  | (Last)  | (First)   | (Middle)               |   |
| -   |   |   |                        |   |

3. I.R.S. Identification Number of Reporting Person, if an entity voluntary)

|   | Lagar i iiiig  | I WIIGHTO VII VOLIVI    | 1 01111 0 |  |  |  |  |
|---|----------------|-------------------------|-----------|--|--|--|--|
| 4. Statement for Month/Year   |                |                         |           |  |  |  |  |
| 2001  |                |                         |           |  |  |  |  |
|   |                | (Street)                |           |  |  |  |  |
| Ooltewah, TN 37363  |                |                         |           |  |  |  |  |
| 5. If Amendment, Date of Original (Month/Year)  |                |                         |           |  |  |  |  |
| 7. Individual or Joint/Group Filing (Check Applicable Line)  _X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person |                |                         |           |  |  |  |  |
|   | (City)         | (State)                 | (Zip)     |  |  |  |  |
| Table I - Non-Derivative Securities   | Acquired, Disp | posed of, or Beneficial | lly Owned |  |  |  |  |
| 1. Title of Security (Instr. 3)   |                |                         |           |  |  |  |  |
| 2. Transaction Date (Month/Day/Year)  |                |                         |           |  |  |  |  |
| 3. Transaction<br>Code<br>(Instr. 8)  |                |                         |           |  |  |  |  |
| 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   |                |                         |           |  |  |  |  |
| 5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)  |                |                         |           |  |  |  |  |

6. Owner-

ship Form:

Direct (D) or Indirect (I)

(Instr. 4)

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

Amount

(A) or (D)

Price

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 Instructions 4(b)(v).

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SEC 1474

(3-99)

FORM 5 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

|          | 3.          | 4.          | 5.    |        | 6. Date Exercisable                   |                    | 7. Titl    | e and                                  | 8. Price of | 9.Number of  | 10.         |
|----------|-------------|-------------|-------|--------|---------------------------------------|--------------------|------------|--|-------------|--------------|-------------|
| iversion | Transaction | Transaction | Num   | ber    | and Expiration Date                   |                    | Amount of  |  | Derivative  | Derivative   | Ownership   |
|          | Date        | Code        | of    |        | (Month/Day/                           | Year)              | Underlying |  | Security    | Securities   | Form of     |
| rcise    | (Month/     | (Instr. 8)  | Deriv | vative | , , , , , , , , , , , , , , , , , , , |                    | Securities |  | (Instr. 5)  | Beneficially | Derivative  |
| e of     | Day/        |             | Secu  | rities |                                       |                    | (Instr.    | 3 and 4)                               |             | Owned at     | Security:   |
| ivative  | Year)       |             | Acqu  | iired  |                                       |                    |            |  |             | End of       | Direct (D)  |
| urity    |             |             | (A) c | or     |                                       |                    |            |  |             | Month        | or Indirect |
|          |             |             | Disp  | osed   |                                       |                    |            |  |             | (Instr. 4)   | (I)         |
|          |             |             | of(D) | )      |                                       |                    |            |  |             |              | (Instr. 4)  |
|          |             |             | (Inst | r. 3,  |                                       |                    |            |  |             |              |             |
|          |             |             | 4 and | 15)    |                                       |                    |            |  |             |              |             |
|          |             | (A)         | (A)   | (D)    | Date<br>Exercisable                   | Expiration<br>Date | Title      | Amount<br>or<br>Number<br>of<br>Shares |             |              |             |

**Stock Options** 

\$3.05

12/7/01

Α

5,000

(1)

12/7/11

**Common Stock** 

5,000

5,000

D

### Explanation of Responses:

(1) Options vest in four equal annual installments of 1,250 options beginning on the first anniversary of the grant date.

| ** | Intentional misstatements or omissions of     | /s/ J. Vincent Mish |  |  |
|----|---|---------------------|--|--|
|    | facts constitute Federal Criminal Violations. |                     |  |  |
|    | See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).     | J. Vincent Mish     |  |  |

2-14-02

Vincent Mish

Date

\*\*Signature of Reporting Person

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

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Page 2