

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 18, 2021

THE MIDDLEBY CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-9973
(Commission File Number)

36-3352497
(IRS Employer
Identification No.)

1400 Toastmaster Drive, Elgin, Illinois
(Address of Principal Executive Offices)

60120
(Zip Code)

(847) 741-3300
(Registrant's telephone number, including area code)

N/A
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock	MIDD	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

David Brewer, Chief Operating Officer of The Middleby Corporation (the “Company”), notified the Company of his decision to retire from his position as Chief Operating Officer, effective as of February 18, 2021, and to retire from the Company, effective as of December 31, 2021 (the “Retirement Date”). Prior to the Retirement Date, Mr. Brewer will remain with the Company as a non-officer executive.

On February 19, 2021, the Company issued a press release announcing the retirement of Mr. Brewer. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 8.01 Other Events.

Effective February 18, 2021, the Board of Directors of the Company (the “Board”) appointed James K. Pool III as Chief Technology and Operations Officer and Steven P. Spittle as Chief Commercial Officer. The Board also appointed Martin M. Lindsay, current Vice President, Treasurer and Secretary of the Company, to serve in the additional role of Chief Risk and Administration Officer, effective February 18, 2021.

On February 19, 2021, the Company issued a press release announcing the appointments of Mr. Pool, Mr. Spittle and Mr. Lindsay as Chief Technology and Operations Officer, Chief Commercial Officer and Chief Risk and Administration Officer, respectively. A copy of the press release is furnished as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release, dated February 19, 2021, issued by The Middleby Corporation.
99.2	Press Release, dated February 19, 2021, issued by The Middleby Corporation.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE MIDDLEBY CORPORATION

Dated: February 19, 2021

By: /s/ Bryan E. Mittelman
Bryan E. Mittelman
Chief Financial Officer



1400 Toastmaster Drive, Elgin, Illinois 60120 · (847) 741-3300 www.middleby.com

David Brewer to Retire as Chief Operating Officer of Middleby

Elgin Ill. (February 19, 2021) – The Middleby Corporation (NASDAQ: MIDD) today announced the retirement of Chief Operating Officer David Brewer, effective at the end of 2021.

Dave joined Middleby in 2006 and held senior management positions before being named Chief Operating Officer. During his tenure with Middleby, he has offered key insights and strategic counsel in more than 50 acquisitions completed across three business platforms. He was part of the leadership team responsible for revenue increases from \$400 million in 2006 to nearly \$3 billion. Dave has also played a key role within the investment community, sharing his perspectives on the industry trends driving customers.

"Dave has been an incredible asset to Middleby for more than 15 years and will continue to be actively involved in our strategic initiatives until the end of the year. His deep industry knowledge together with his successful product engineering track record have been instrumental in transforming Middleby into the innovative leader the company is today," said Middleby CEO Tim FitzGerald. "He is recognized as a trusted partner within our industry and has built long-standing, personal customer relationships that will benefit Middleby for years to come."

James K. Pool III and Steve Spittle were recently named officers of Middleby and they will share Dave's responsibilities as he transitions to retirement during 2021. The three executives have worked closely together for more than 10 years. Together, Dave and Steve will ensure a seamless transition of key customer relationships throughout the year.

"Middleby has built a culture and strategy that has been embraced by the marketplace. I am proud to be a part of a leadership team that continually delivers innovative solutions for customers in all of our businesses. Middleby is strategically well-prepared for the future and well-positioned for success in 2021 and beyond," said Mr. Brewer. "I have worked with James and Steve for many years along with our highly-capable group presidents and I'm extremely confident in their leadership. I am grateful to be part of this highly respected, incredibly talented and dedicated leadership team. I am also completely confident that Middleby will continue to deliver meaningful innovation to our customers and value to shareholders in both the near term and in years to come."

Dave concluded, "After 42 years of running food processing plants and working in the food service industry, I can honestly say that I have enjoyed every part of this journey and completing it with Middleby this year will be a perfect way to finish."

The Middleby Corporation is a global leader in the foodservice equipment industry. The company develops, manufactures, markets and services a broad line of equipment used in the commercial foodservice, food processing, and residential kitchen equipment industries. The company's leading equipment brands serving the commercial foodservice industry include Anets[®], APW Wyott[®], Bakers Pride[®], Beech[®], BKI[®], Blodgett[®], Blodgett Combi[®], Bloomfield[®], Britannia[®], Carter-Hoffmann[®], Celfrost[®], Concordia[®], CookTek[®], Crown[®], CTX[®], Desmon[®], Deutsche Beverage[®], Doyon[®], Eswood[®], EVO[®], Firex[®], Follett[®], frifri[®], Giga[®], Globe[®], Goldstein[®], Holman[®], Houno[®], IMC[®], Induc[®], Ink Kegs[®], Inline Filling Systems[®], Jade[®], JoeTap[®], Jospir[®], L2F[®], Lang[®], Lincat[®], MagiKitch'n[®], Market Forge[®], Marsal[®], Meheen[®], Middleby Marshall[®], MPC[®], Nieco[®], Nu-Vu[®], PerfectFry[®], Pitco[®], QualServ[®], RAM[®], Southbend[®], Ss Brewtech[®], Star[®], Starline[®], Sveba Dahlen[®], Synesso[®], Tank[®], Taylor[®], Thor[®], Toastmaster[®], TurboChef[®], Ultrafryer[®], Varimixer[®], Wells[®], Wild Goose[®] and Wunder-Bar[®]. The company's leading equipment brands serving the food processing industry include Alkar[®], Armor Inox[®], Auto-Bake[®], Baker Thermal Solutions[®], Burford[®], Cozzini[®], CV-Tek[®], Danfotech[®], Deutsche Process[®], Drake[®], Glimek[®], Hinds-Bock[®], Maurer-Atmos[®], MP Equipment[®], Pacproinc[®], RapidPak[®], Scanico[®], Spooner Vicars[®], Stewart Systems[®], Thurne[®] and Ve.Ma.C.[®]. The company's leading equipment brands serving the residential kitchen industry include AGA[®] AGA Cookshop[®], Brava[®], EVO[®], La Cornue[®], Leisure Sinks[®], Lynx[®], Marvel[®], Mercury[®], Rangemaster[®], Rayburn[®], Redfyre[®], Sedona[®], Stanley[®], TurboChef[®], U-Line[®] and Viking[®].

For more information about The Middleby Corporation and the company brands, please visit www.middleby.com.

Contact: Darcy Bretz, Director of Corporate Communications (847) 429-7756 or dbretz@middleby.com.



1400 Toastmaster Drive, Elgin, Illinois 60120 · (847) 741-3300

Middleby Announces Senior Management Promotions

Appointment of officers and executive leadership to support key strategic and growth initiatives

Elgin, Ill. (February 19, 2021)—The Middleby Corporation (NASDAQ: MIDD) today announced promotions expanding the executive team. The new roles will support the execution of key strategic initiatives and continued growth at leading business segments within the company.

James K. Pool III and Steve Spittle have been named officers of Middleby. James has been named to Chief Technology and Operations Officer. Steve has been appointed to Chief Commercial Officer. “I am excited to announce the addition of James and Steve to the executive team, further strengthening our leadership as we continue to transform our business. These new executive roles will enhance our focus as we accelerate the introduction of technology solutions to the industry and innovate the customer experience in a rapidly-changing market,” said Middleby CEO Tim FitzGerald. “Innovation has been a long-standing hallmark of Middleby. The appointments of James and Steve bring highly capable individuals with a unique set of skills to carry forward this tradition as we innovate our business for the future.”

James and Steve will also continue to have responsibility for the portfolio of cooking and technology brands within the Commercial Foodservice Group.

Korey Kohl has been appointed to lead the Middleby Beverage Group and Najib Maalouf to lead the Middleby Residential Kitchen Equipment Group. Mr. FitzGerald commented, “We have rapidly developed industry leading platforms at both our beverage and residential segments over recent years, with significant ongoing growth opportunities. The appointments of Korey and Najib provide proven, experienced leadership as we drive strategic expansion, execute on profitability initiatives, and ensure the realization of synergies at each of these business segments.”

Group Presidents John Perruccio and Jeremy Dobrowolski, in addition to their brand management responsibilities, will lead strategic selling and service initiatives in the Commercial Foodservice Segment. “We are redefining our sales processes to deliver the breadth of our innovations most relevant to market trends and customers needs. We are leveraging technology and digital tools to promote brand awareness, enhance consultative training and expand market access to our products and solutions. We are deepening commitments to strategic dealer and distributor partners to increase the effectiveness of our sales processes and deliver realized value to our end-user customers. John and Jeremy each bring extensive industry experience and perspective as we evolve our capabilities to best serve our customers.”

George Koether has been promoted to Group President leading the Middleby business operations in Asia. “We continue to build upon our global infrastructure and capabilities in all regions of the world,” said Mr. FitzGerald. “Specifically, China and Asia are a top priority. We have made recent investments in this growing market by adding manufacturing capabilities, introducing local-market products and securing strategic acquisitions. George has been instrumental in these efforts. His broad foodservice knowledge and deep international expertise will continue to be highly beneficial to Middleby as we further expand our business in this emerging region.”

Martin Lindsay has been appointed to Chief Risk and Administration Officer. Martin has served as the company treasurer since 1999 and is an existing officer of Middleby. “Martin has provided long-standing and steadfast leadership to the organization across many areas. I am pleased to make this announcement as it appropriately reflects the breadth of existing responsibilities that Martin has already carried for many years,” commented Mr. FitzGerald.

“I am extremely pleased to make these announcements which reflect a natural progression of our organization. We are dedicated to developing leadership talent across the entire organization, and I believe these internal promotions validate the success of our efforts. Among the greatest Middleby attributes and leading our competitive advantage is the strength and dedication of our talented people. I am proud to work alongside a proven, enthusiastic and dynamic leadership team that is exceptionally committed to our employees, customers and shareholders,” Mr. FitzGerald concluded.

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