

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**
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REPORTING OWNER

ZUCKER DAVID F

CIK: **1189254**

Type: **4** | Act: **34** | File No.: **001-12367** | Film No.: **06514289**

Business Address

*C/O MIDWAY GAMES INC.
2704 WEST ROSCOE STREET
CHICAGO IL 60618-5910
7739612000*

ISSUER

MIDWAY GAMES INC

CIK: **1022080** | IRS No.: **222906244** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **7372** Prepackaged software

Mailing Address

*2704 WEST ROSCOE STREET
CHICAGO IL 60618*

Business Address

*2704 WEST ROSCOE STREET
CHICAGO IL 60618
7739612222*

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person ZUCKER DAVID F			2. Issuer Name and Ticker or Trading Symbol MIDWAY GAMES INC [MWY]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President & CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2006			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
C/O MIDWAY GAMES INC., 2704 WEST ROSCOE STREET			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) CHICAGO, IL 60618								
(City) (State) (Zip)								

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.01 par value	01/03/2006		M	(1)	37,857	A	\$8.12	200,775	D	
Common Stock, \$.01 par value	01/03/2006		M	(1)	12,143	A	\$3.57	212,918	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	100	D	\$18.92	212,818	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	200	D	\$18.88	212,618	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	5,300	D	\$17.26	207,318	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	2,100	D	\$18.87	205,218	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	100	D	\$18.83	205,118	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	100	D	\$18.82	205,018	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	100	D	\$18.79	204,918	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	200	D	\$17.59	204,718	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	4,200	D	\$17.45	200,518	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	2,500	D	\$17.41	198,018	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	4,600	D	\$17.4	193,418	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	400	D	\$18.74	193,018	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	100	D	\$18.73	192,918	D	
Common Stock, \$.01 par value	01/03/2006		S	(1)	700	D	\$18.72	192,218	D	

Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	900	D	\$18.6	191,318	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	1,200	D	\$18.59	190,118	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	800	D	\$18.52	189,318	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	200	D	\$18.32	189,118	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	200	D	\$18.3	188,918	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	2,000	D	\$18.23	186,918	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	400	D	\$18.22	186,518	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	100	D	\$18.19	186,418	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	400	D	\$18.17	186,018	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	200	D	\$18.05	185,818	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	2,500	D	\$18.02	183,318	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	500	D	\$18.01	182,818	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	1,000	D	\$17.95	181,818	D	
Common Stock, \$.01 par value	01/03/2006		<u>S</u> ⁽¹⁾	1,000	D	\$17.93	180,818	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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$8.12	01/03/2006		<u>M</u>			37,857	(2)	05/05/2013	Common Stock	37,857	\$ 0	92,661	D	
Employee Stock Option (Right to Buy)	\$3.57	01/03/2006		<u>M</u>			12,143	(2)	05/05/2013	Common Stock	12,143	\$ 0	987,857	D	

Explanation of Responses:

- The sales reported from this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 8, 2005.
- These options were granted under the Stock Option Agreement between Mr. Zucker and the Issuer dated as of May 6, 2003 (the "Stock Option Agreement"). These options may be exercised on the vesting dates of the remaining unexercised options granted to Mr. Zucker under both the Stock Option Agreement and a separate stock option granted to Mr. Zucker on May 6, 2003 under the Issuer's 2002 Stock Option Plan in the proportion that the remaining unexercised options originally granted to Mr. Zucker on May 6, 2003 bear, on such vesting dates, to the total remaining unexercised options.

Signatures

/s/ David F. Zucker

** Signature of Reporting Person

01/05/2006

Date

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.

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