

Edgar Filing: ROCKY SHOES & BOOTS INC - Form SC 13G/A

ROCKY SHOES & BOOTS INC
Form SC 13G/A
February 13, 2001

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

SCHEDULE 13G/A

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO
RULES 13d-1(b) AND (c) AND AMENDMENTS THERETO
FILED PURSUANT TO 13d-2(b)

(Amendment No. 2) *

Rocky Shoes & Boots Inc
(Name of Issuer)

Common Stock, no par value
(Title of Class of Securities)

774830103
(CUSIP Number)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

- 1 -

1 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Benson Associates, LLC
Federal ID No. 91-1797260

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [-]

(b) [x]

3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

Oregon

5 SOLE VOTING POWER

NUMBER OF 368,000

SHARES 6 SHARED VOTING POWER

BENEFICIALLY -0-

OWNED BY EACH 7 SOLE DISPOSITIVE POWER

REPORTING 368,000

PERSON WITH 8 SHARED DISPOSITIVE POWER

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

368,000

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

Not applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.2%

12 TYPE OF REPORTING PERSON

IA

- 2 -

Item 1(a) Name of Issuer: Rocky Shoes & Boots Inc

Item 1(b) Address of Issuer's Principal Executive Offices:
39 East Canal Street
Nelsonville, Ohio 45764

Item 2(a) Name of Person Filing: Benson Associates, LLC

Item 2(b) Address of Principal Business Office or, if none, Residence:
111 S.W. Fifth Avenue, Suite 2130
Portland, Oregon 97204

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Item 2(c) Citizenship: Oregon

Item 2(d) Title of Class of Securities: Common Stock, no par value

Item 2(e) CUSIP Number: 774830103

Item 3 If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b), check whether the person filing is a:

(e) ☒ Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940 --

Item 4 Ownership

The following information is as of December 31, 2000:

(a) Amount Beneficially Owned: 368,000

(b) Percent of Class: 8.2%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote: 368,000

(ii) Shared power to vote or to direct the vote: None

(iii) Sole power to dispose or to direct the disposition of: 368,000

(iv) Shared power to dispose or to direct the disposition of: None

Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Persons other than Benson Associates LLC have the right to receive dividends from or the proceeds of the sale of the listed security. No such right to receive proceeds or dividends relates to more than 5 percent of the class.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable

Item 8 Identification and Classification of Members of the Group:

Not applicable

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Item 9 Notice of Dissolution of Group:

Not applicable

Item 10 Certification:

By signing below the undersigned certifies that, to the best of their knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of the knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this statement is true, complete, and correct.

Benson Associates, LLC hereby disclaims beneficial ownership of the securities held by it in a fiduciary capacity as set forth in this Schedule 13G.

February 9, 2001
(Date)

BENSON ASSOCIATES, LLC

By /s/ Mark D. Cooper
Member

ATTENTION: Intentional misstatements or omissions of fact constitute federal criminal violations (See 18 USC 1001).

8%" valign="top" rowspan="2">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)CodeVAmount(A) or (D)Price

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)**

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 16.67	04/01/2010		A ⁽¹⁾		8,739		04/01/2011	04/01/2020	Common Stock	8,739
Common Stock Unit	\$ 0	04/01/2010		A ⁽²⁾		4,049		⁽²⁾	⁽²⁾	Common Stock	4,049

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JASTROW KENNETH M II C/O KB HOME, 10990 WILSHIRE BOULEVARD, 7TH FLOOR LOS ANGELES, CA 90024	X			

Signatures

Tony Richelieu, Attorney-in-Fact for Kenneth M. Jastrow, II

04/05/2010

****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) Annual award of common stock options under the Amended and Restated KB Home Non-Employee Directors Compensation Plan, which award is exempt under Rule 16b-3.
- (2) Annual award of common stock units under the Amended and Restated KB Home Non-Employee Directors Compensation Plan and the reporting person's elections, which award is exempt under Rule 16b-3. Each stock unit vests one year from the date of grant and, per the reporting person's election, is to be paid out upon the reporting person's leaving the registrant's Board of Directors.

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.