

OXFORD INDUSTRIES INC
Form SC 13G/A
May 05, 2003

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

SCHEDULE 13G/A
5/2/03

Under the Securities Exchange Act of 1934

(Amendment No. 1)

OXFORD INDUSTRIES, INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

691497309
(CUSIP Number)

Check the following box if a fee is being paid with this statement []. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*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

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section of the Act
but shall be subject to all other provisions of the Act
(however, see the
Notes).

Page 1 of 5 pages

CUSIP NO. 691497309 13G/A
PAGE 2 OF 5 PAGES

1 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GRACE & WHITE, INC.

#13-2884675

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

NEW YORK, U.S.A.

5 SOLE VOTING POWER
NUMBER OF 98,800
SHARES -----

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY NONE

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 332,200

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SHARED DISPOSITIVE POWER
WITH 8 NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON
9 332,200

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES*
10
[]

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11
4.42%

TYPE OF REPORTING PERSON*
12 IA.

CUSIP NUMBER -----

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Item 1.
(a) Name of Issuer: OXFORD INDS. INC.

(b) Address of Issuer's Principal Executive Offices:

222 PIEDMONT AVE NE
ATLANTA, GA 30308

Item 2.
(a) Name of Person Filing: Grace & White, Inc.

(b) Address of Principal Business Office:

Grace & White, Inc.
515 Madison Ave. Suite 1700
New York, New York 10022

(c) Citizenship: New York Corporation

(d) Title of Class of Securities: Common Stock

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(e) CUSIP Number: 691497309

Item 3. If this statement is filed pursuant to Rule 13d-1(b),

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or 13d-2(b), check whether the person filing is a:

(e) X Investment adviser registered under Section 203 of
--- the Investment Advisers Act of 1940.

Item 4. Ownership.

(a) Amount beneficially owned:

The shares of Common Stock beneficially owned by
Grace & White, Inc. by this Schedule amount to
332,200 shares.

(b) Percent of Class:

4.42%

(c) For information on voting and dispositive power with
above listed shares, see Items 5-8 of the Cover Page.

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

This statement is being filed to report the fact that
as of May 2, 2003, Grace & White, Inc. has ceased to be
the beneficial owner of more than five percent of the
common stock.

Item 6. Ownership of more than Five Percent on Behalf of
Another Person

N/A

Item 7. Identification and Classification of the Subsidiary
Which Acquired the Security Being Reported on
By the Parent Holding Company.

N/A.

Item 8. Identification and Classification of Members of the
Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A.

Item 10. Certification.

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 By signing below, I certify that, to the best of my 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 purposes or effect.

SIGNATURE

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

DATE: May 5, 2003

Grace & White, Inc.

By: /s/ MARC RAVITZ

 Marc Ravitz
 Vice President

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 118,246 ⁽¹⁾ D Common Stock 9,600 ⁽²⁾ I By Trust
(3)

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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Underlying Securities (Instr. 3 and 4)
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(Instr. 3,
4, and 5)

			Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code	V	(A)	(D)			
Stock Options (Right to buy) ⁽⁴⁾	\$ 20.49	<u>(5)</u>	07/23/1998	07/22/2006	Common Stock	14,638 <u>(5)</u>
Stock Options (Right to buy) ⁽⁴⁾	\$ 23.87	<u>(5)</u>	07/27/1999	07/22/2007	Common Stock	18,000 <u>(5)</u>
Stock Options (Right to buy) ⁽⁴⁾	\$ 35.27	<u>(5)</u>	07/25/2000	07/22/2008	Common Stock	18,000 <u>(5)</u>
Stock Options (Right to buy) ⁽⁴⁾	\$ 32.69	<u>(5)</u>	07/24/2001	07/22/2009	Common Stock	18,000 <u>(5)</u>
Stock Options (Right to buy) ⁽⁴⁾	\$ 26.31	<u>(5)</u>	07/23/2002	07/22/2010	Common Stock	15,000 <u>(5)</u>
Stock Options (Right to buy) ⁽⁴⁾	\$ 46.39	<u>(5)</u>	07/22/2003	07/22/2011	Common Stock	4,500 <u>(5)</u>
Stock Options (Right to buy) ⁽⁴⁾	\$ 52.07	<u>(5)</u>	07/20/2004	07/22/2012	Common Stock	2,000 <u>(5)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TABER EDWARD A III LEGG MASON INC 100 LIGHT ST BALTIMORE, MD 21202			Executive Vice President	

Signatures

Thomas C. Merchant, Attorney-in-fact for Edward A.
Taber III

10/13/2004

__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) On September 24, 2004, the common stock of Legg Mason, Inc. split 3-for-2, resulting in the reporting person's acquisition of 39,415 additional shares.
- (2) On September 24, 2004, the common stock of Legg Mason, Inc. split 3-for-2 resulting in the reporting person's acquisition of 3,200 additional shares held by trust.
- (3) The reporting person disclaims beneficial ownership of all securities held by trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.
- (4) Employee stock option cumulatively exercisable annually in 20% increments commencing on the exercisable date indicated.
- (5) The number of underlying shares and exercise price have been adjusted to give effect to a 3-for-2 stock split on September 24, 2004.

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.