

DIXIE GROUP INC  
Form SC 13G/A  
January 30, 2015

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

SCHEDULE 13G/A

Under the Securities and Exchange Act of 1934  
(Amendment No. 5)

DIXIE GROUP, INC.  
(Name of Issuer)

Common Stock  
(Title of Class Securities)

255519100  
(CUSIP Number)

December 31, 2014  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13-d-1(c)
- Rule 13d-1(d)

\*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).

CUSIP No. 255519100

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
Robert E. Shaw
2. Check the Appropriate Box if a Member of a Group
  - (a)
  - (b)

3. SEC Use Only
4. Citizenship or Place of Organization  
Georgia, United States

1

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|               |    |  |           |
|---------------|----|--|-----------|
| Number of     | 5. | Sole Voting Power  | 1,150,000 |
| Shares        | 6. | Shared Voting Power  | 125,000   |
| Beneficially  | 7. | Sole Dispositive Power   | 1,150,000 |
| Owned by Each | 8. | Shared Dispositive Power   | 125,000   |
| Reporting     |    |  |           |
| Person With:  |    |  |           |
| 9.            |    | Aggregate Amount Beneficially Owned by Each Reporting Person     | 1,275,000 |
| 10.           |    | Check if the Aggregate Amount in Row (9) Excludes Certain Shares | o         |
| 11.           |    | Percent of Class Represented by Amount in Row (9)                | 8.5%      |
| 12.           |    | Type of Reporting Person   |           |
|               |    | IN   |           |

Item 1.

- (a) Name of Issuer: The Dixie Group, Inc.
- (b) Address of issuer's principal executive offices:  
104 Nowlin Lane, Suite 101  
Chattanooga, TN 37421

Item 2

- (a) Name of Person Filing: Robert E. Shaw
- (b) Address of Principal Business Office:  
114 N. Pentz Street  
Dalton, GA 30720
- (c) Citizenship: United States
- (d) Title of Class of Securities: Common Stock
- (e) CUSIP Number: 255519100

Item 3.

If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- Bank as defined in Section 3 (a) (6) of the Act (15 U.S.C. 78c);
- Insurance company as defined in Section 3 (a) (19) of the Act (15 U.S.C. 78c);
- Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- An investment adviser in accordance with §240.13d-1 (b) (1) (ii) (E);
- An employee benefit plan or endowment fund in accordance with §240.13d-1 (b) (1) (ii) (F);
- A parent holding company or control person in accordance with §240.13d-1 (b) (1) (ii) (G);
- A savings association as defined in Section 3 (b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- A church plan that is excluded from the definition of an investment company under section 3 (c) (14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- Group, in accordance with §240.13d-1 (b) (1) (ii) (J).

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 1,275,000
- (b) Percent of class: 8.5%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 1,150,000

- (ii) Shared power to vote or to direct the vote: 125,000
- (iii) Sole power to dispose or to direct the disposition of: 1,150,000
- (iv) Shared power to dispose or to direct the disposition of: 125,000

- Item 5. Ownership of Five Percent or Less of a Class  
Not applicable
- Item 6. Ownership of More than Five Percent on Behalf of Another Person  
Not applicable
- 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
- Item 9. Notice of Dissolution of Group  
Not applicable
- Item 10. Certification  
The following certification shall be included if the statement is filed pursuant to Section 240.13d-1(c):  
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose of effect.
- (a)

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: January 30, 2015

Signature: /s/ Robert E. Shaw

Name/Title: Robert E. Shaw