

ROWE MICHAEL A  
Form 4  
August 25, 2005

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROWE MICHAEL A

(Last) (First) (Middle)  
220 HICKORY STREET  
(Street)

WARREN, PA 16366

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
BLAIR CORP [BL]

3. Date of Earliest Transaction (Month/Day/Year)  
08/23/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President & CIO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/23/2005		M		1,500	A	\$ 17.1
Common Stock	08/23/2005		M		4,134	A	\$ 19.3
Common Stock	08/23/2005		M		1,183	A	\$ 23.6
Common Stock	08/23/2005		S		7,515	D	\$ 42

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 17.1	08/23/2005		M	1,500	<u>(1)</u> 04/16/2011	Common Stock	1,500
Employee Stock Option (right to buy)	\$ 19.3	08/23/2005		M	4,134	<u>(2)</u> 04/15/2012	Common Stock	4,134
Employee Stock Option (right to buy)	\$ 23.6	08/23/2005		M	1,183	<u>(3)</u> 04/15/2013	Common Stock	1,183

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROWE MICHAEL A 220 HICKORY STREET WARREN, PA 16366			Vice President & CIO	

## Signatures

/s/ SCOTT B. SCHUETZ by power of attorney for Michael A.  
Rowe

08/25/2005

\_\_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) The option of 4,500 shares vested in three equal annual installments beginning on April 16, 2002.
  - (2) The option of 6,201 shares vests in three equal annual installments beginning on April 15, 2003.
  - (3) The option of 6,201 shares vests in three equal annual installments beginning on April 15, 2004.

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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