

RISK GEORGE INDUSTRIES INC
Form SC 13G/A
January 12, 2009

OMB APPROVAL
OMB Number: 3235-0145
Expires: February 28, 2009
Estimated average burden
hours per response...10.4

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 1)***

George Risk Industries, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

767720204

(CUSIP Number)

December 31, 2008

(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 13d-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. 767720204

1 NAMES OF REPORTING PERSONS
Braeside Capital, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

5 SOLE VOTING POWER
NUMBER OF 289,058

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 289,058

8 SHARED DISPOSITIVE POWER
WITH: 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
289,058

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

o

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

5.6%**

12 TYPE OF REPORTING PERSON* (SEE INSTRUCTIONS)

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT

**SEE ITEM 4(b).

CUSIP No. 767720204

1 NAMES OF REPORTING PERSONS
Braeside Management, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

5 SOLE VOTING POWER
NUMBER OF 289,058

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 289,058

8 SHARED DISPOSITIVE POWER
WITH: 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
289,058

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

o

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

5.6%**

12 TYPE OF REPORTING PERSON* (SEE INSTRUCTIONS)

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT

**SEE ITEM 4(b).

CUSIP No. 767720204

1 NAMES OF REPORTING PERSONS
Braeside Investments, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

5 SOLE VOTING POWER
NUMBER OF 298,258

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 298,258

8 SHARED DISPOSITIVE POWER
WITH: 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
298,258

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

o

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

5.8%**

12 TYPE OF REPORTING PERSON* (SEE INSTRUCTIONS)

OO

*SEE INSTRUCTIONS BEFORE FILLING OUT

**SEE ITEM 4(b).

CUSIP No. 767720204

1 NAMES OF REPORTING PERSONS
Steven McIntyre

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

5 SOLE VOTING POWER
NUMBER OF 298,258

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 298,258

8 SHARED DISPOSITIVE POWER
WITH: 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
298,258

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

o

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

5.8%**

12 TYPE OF REPORTING PERSON* (SEE INSTRUCTIONS)

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

**SEE ITEM 4(b).

CUSIP No. 767720204

1 NAMES OF REPORTING PERSONS
Todd Stein

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

5 SOLE VOTING POWER
NUMBER OF 298,258

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 298,258

8 SHARED DISPOSITIVE POWER
WITH: 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
298,258

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

o

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

5.8%**

12 TYPE OF REPORTING PERSON* (SEE INSTRUCTIONS)

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

**SEE ITEM 4(b).

SCHEDULE 13G/A

This Amendment No. 1 to Schedule 13G (the "Schedule 13G") relates to shares of common stock, par value \$0.10 ("Common Stock"), of George Risk Industries, Inc., a Colorado corporation (the "Issuer"), and is being filed on behalf of (i) Braeside Capital, L.P. ("Braeside Capital"), a Texas limited partnership, (ii) Braeside Management, L.P. ("Braeside Management"), a Texas limited partnership, as the general partner of Braeside Capital, (iii) Braeside Investments, LLC ("Braeside Investments"), a Texas limited liability company, as the general partner of Braeside Management and the investment manager to a certain managed account (the "Managed Account"), (iv) Steven McIntyre, as a principal of Braeside Investments, and (v) Todd Stein, as a principal of Braeside Investments (the persons mentioned in (i), (ii), (iii), (iv) and (v) are collectively referred to as the "Reporting Persons"). All shares of Common Stock are held by Braeside Capital and the Managed Account.

Item 1(a) Name of Issuer.

George Risk Industries, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices.

802 South Elm St.
Kimball, NE 69145

Item 2(a) Name of Person Filing.

(i) Braeside Capital, L.P. ("Braeside Capital"), (ii) Braeside Management, L.P. ("Braeside Management"), (iii) Braeside Investments, LLC ("Braeside Investments"), (iv) Steven McIntyre, and (v) Todd Stein.

Item 2(b) Address of Principal Business Office, or, if none, Residence.

5430 LBJ Freeway, Suite 1200
Dallas, Texas 75240.

Item 2(c) Citizenship or Place of Organization.

Braeside Capital and Braeside Management are Texas limited partnerships. Braeside Investments is a Texas limited liability company. Mr. McIntyre and Mr. Stein are United States citizens.

Item 2(d) Title of Class of Securities.

common stock, par value \$0.10 (the "Common Stock").

Item 2(e) CUSIP Number.

767720204

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:

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

Item 4 Ownership.

- (a) Braeside Capital and Braeside Management may be deemed the beneficial owners of 289,058 shares of Common Stock held by Braeside Capital. Braeside Investments, Mr. McIntyre and Mr. Stein may be deemed the beneficial owners of 298,258 shares of Common Stock held by Braeside Capital and the Managed Account.
- (b) Braeside Capital and Braeside Management may be deemed the beneficial owners of 5.6% of the outstanding shares of Common Stock. Braeside Investments, Mr. McIntyre and Mr. Stein may be deemed the beneficial owners of 5.8% of the outstanding shares of Common Stock. These percentages were calculated by dividing (i) the number of shares of Common Stock reported in Item 4(a) held by each of the respective Reporting Persons by (ii) 5,175,831, the number of shares of Common Stock issued and outstanding as of December 15, 2008, according to the Issuer's Form 10-Q filed on December 15, 2008 with the Securities and Exchange Commission.
- (c) Braeside Capital and Braeside Management have the power to vote and dispose of the 289,058 shares of Common Stock held by Braeside Capital. Braeside Investments, Mr. McIntyre and Mr. Stein have the power to vote and dispose of the 298,258 shares of Common Stock held by Braeside Capital and the Managed Account.

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

Inapplicable.

Item 6 Ownership of More Than Five Percent on Behalf of Another Person.

Inapplicable.

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

Inapplicable.

Item 8 Identification and Classification of Members of the Group.

Inapplicable.

Item 9 Notice of Dissolution of Group.

Inapplicable.

Item 10 Certification.

By signing below each of the Reporting Persons certifies that, to the best of such person's knowledge and belief, the securities referred to above were acquired and held in the ordinary course of business and were not acquired and were 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 or effect.

Exhibits Exhibit 1

Joint Filing Agreement by and among the Reporting Persons.

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 12, 2009

Braeside Capital, L.P.

By: Braeside Management, L.P., its general partner

By: Braeside Investments, LLC, its general partner

By: /s/ Steven McIntyre

Name: Steven McIntyre
Title: Manager

Braeside Management, L.P.

By: Braeside Investments, LLC, its general partner

By: /s/ Steven McIntyre

Name: Steven McIntyre
Title: Manager

Braeside Investments, LLC

By: /s/ Steven McIntyre

Name: Steven McIntyre
Title: Manager

/s/ Steven McIntyre

Steven McIntyre

/s/ Todd Stein

Todd Stein

EXHIBIT 1
JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock of George Risk Industries, Inc., and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Statement on Schedule 13G and any amendments thereto, and for the accuracy and completeness of the information concerning such party contained therein; provided, however, that no party is responsible for the accuracy or completeness of the information concerning any other party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of January 12, 2009.

Braeside Capital, L.P.

By: Braeside Management, L.P., its general partner

By: Braeside Investments, LLC, its general partner

By: /s/ Steven McIntyre

Name: Steven McIntyre
Title: Manager

Braeside Management, L.P.

By: Braeside Investments, LLC, its general partner

By: /s/ Steven McIntyre

Name: Steven McIntyre
Title: Manager

Braeside Investments, LLC

By: /s/ Steven McIntyre

Name: Steven McIntyre
Title: Manager

/s/ Steven McIntyre

Steven McIntyre

/s/ Todd Stein

Todd Stein

11