

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-14** | Period of Report: **2012-12-31**  
SEC Accession No. [0000884566-13-000002](#)

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FILER

**FENIMORE ASSET MANAGEMENT INC**

CIK:[884566](#) | IRS No.: **141564237** | State of Incorporation: **NY** | Fiscal Year End: **0930**  
Type: **13F-HR** | Act: **34** | File No.: **028-03130** | Film No.: **13527323**

Mailing Address

*384 N GRAND ST  
P O BOX 310  
COBLESKILL NY 12043*

Business Address

*384 N GRAND ST  
P O BOX 310  
COBLESKILL NY 12043  
5182344393*

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2012

Check here if Amendment [ ]; Amendment Number: -----

This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: FENIMORE ASSET MANAGEMENT, INC.  
-----  
Address: 384 NORTH GRAND STREET, P.O. BOX 310  
-----  
COBLESKILL, NY 12043  
-----

Form 13F File Number: 28-3130  
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The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Charles Richter  
-----  
Title: Chief Compliance Officer  
-----  
Phone: 518-823-1264  
-----

Signature, Place, and Date of Signing:

/s/ Charles H. Richter Cobleskill, NY 01/14/2013  
-----  
[Signature] [City, State] [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)  
 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)  
 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

NONE

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
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Form 13F Information Table Entry Total: 104  
-----  
Form 13F Information Table Value Total: 1,301,820  
-----  
(thousands)

List of Other Included Managers:

NONE

<TABLE>

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE				OTHER MANAGERS	VOTING AUTHORITY		
			VALUE (\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT DSCRETN		SOLE	SHARED	NONE

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A T & T Inc New	COM	00206r102	219	6496	SH	Sole	6496					
Altera Corp	COM	021441100	2098	61000	SH	Sole	61000					
America's Car-Mart Inc.	COM	03062T105	1732	42750	SH	Sole	42750					
American Business Bank	COM	02475L105	421	15888	SH	Sole	15888					
Amerisafe, Inc.	COM	03071h100	2169	79600	SH	Sole	79600					
Aqua America Inc	COM	03836W103	18686	735108	SH	Sole	735108					
Arthur J Gallagher & Co.	COM	363576109	10211	294695	SH	Sole	294695					
Autozone Inc	COM	053332102	5147	14521	SH	Sole	14521					
Bank Of Marin Bancorp	COM	063425102	551	14700	SH	Sole	14700					
Bank of the Ozarks, Inc.	COM	063904106	11665	348525	SH	Sole	348525					
Bed Bath and Beyond	COM	075896100	25749	460538	SH	Sole	460538					
Berkshire Hathaway A	COM	084670108	39146	292	SH	Sole	292					
Berkshire Hathaway B	COM	084670702	13254	147758	SH	Sole	147758					
Biglari Holdings Inc.	COM	08986r101	8456	21680	SH	Sole	21680					
Brookfield Asset Management	COM	112585104	47097	1285051	SH	Sole	1285051					
Brown & Brown Inc.	COM	115236101	61915	2431844	SH	Sole	2431844					
Ca Technologies	COM	12673P105	1099	50000	SH	Sole	50000					
Cambridge Bancorp	COM	132152109	624	17040	SH	Sole	17040					
Camden National Corp	COM	133034108	802	23610	SH	Sole	23610					
Carmax	COM	143130102	32951	877752	SH	Sole	877752					
Cass Information Systems Inc.	COM	14808P109	1881	44567	SH	Sole	44567					
Clarcor Inc	COM	179895107	307	6424	SH	Sole	6424					
Digital Realty Trust Inc.	COM	253868103	6674	98300	SH	Sole	98300					
Digital River	COM	25388b104	2544	176897	SH	Sole	176897					
Dimeco Inc	COM	25432W104	306	8545	SH	Sole	8545					
Donaldson Co., Inc.	COM	257651109	34908	1062982	SH	Sole	1062982					
Dr. Pepper Snapple Group Inc.	COM	26138E109	2076	47000	SH	Sole	47000					
Enterprise Financial Services	COM	293712105	703	53800	SH	Sole	53800					
EOG Resources Inc.	COM	26875P101	45390	375773	SH	Sole	375773					
Evolution Petroleum Corporatio	COM	30049A107	4111	505647	SH	Sole	505647					
Exxon Mobil Corporation	COM	30231G102	1366	15781	SH	Sole	15781					
Fabrinet	COM	g33231100	1914	145700	SH	Sole	145700					
Flowers Foods	COM	343498101	11761	505419	SH	Sole	505419					
Forward Air	COM	349853101	24048	686896	SH	Sole	686896					
Franklin Resources	COM	354613101	35257	280487	SH	Sole	280487					
General Electric Company	COM	369604103	256	12208	SH	Sole	12208					
Glenville Bank Hldg Co	COM	37908p109	215	2756	SH	Sole	2756					
Gordmans Stores, Inc.	COM	38269P100	508	33800	SH	Sole	33800					
Graco	COM	384109104	18226	353981	SH	Sole	353981					
Heartland Express	COM	422347104	27439	2099364	SH	Sole	2099364					
Hilltop Holdings	COM	432748101	820	60575	SH	Sole	60575					
Home Bancshares, Inc.	COM	436893200	13820	418525	SH	Sole	418525					
Houston Wire & Cable Company	COM	44244K109	1534	124997	SH	Sole	124997					
IDEX Corporation	COM	45167R104	55000	1182025	SH	Sole	1182025					
Illinois Tool Works	COM	452308109	32795	539296	SH	Sole	539296					
International Business Machine	COM	459200101	610	3185	SH	Sole	3185					
Interpublic Group of Companies	COM	460690100	19119	1734935	SH	Sole	1734935					
Inventure Foods, Inc.	COM	461212102	695	107092	SH	Sole	107092					
John Bean Technologies Corpora	COM	477839104	1804	101500	SH	Sole	101500					
John Wiley & Sons	COM	968223206	30996	796210	SH	Sole	796210					
Johnson & Johnson	COM	478160104	7361	105000	SH	Sole	105000					
Knight Transportation Inc.	COM	499064103	21497	1469405	SH	Sole	1469405					
Landauer Inc	COM	51476K103	1224	20000	SH	Sole	20000					
Ledyard Financial Group	COM	523338101	364	10950	SH	Sole	10950					
Loews Corp	COM	540424108	21961	538915	SH	Sole	538915					
M & T Bank Corp	COM	55261F104	12208	123975	SH	Sole	123975					
Markel Corp	COM	570535104	49206	113529	SH	Sole	113529					
Mattel Inc.	COM	577081102	9854	269099	SH	Sole	269099					
McCormick & Co.	COM	579780206	2684	42250	SH	Sole	42250					
McGrath Rentcorp	COM	580589109	26402	907346	SH	Sole	907346					
Medidata Solutions Inc	COM	58471a105	1252	31955	SH	Sole	31955					
Mednax Inc.	COM	58502B106	54710	688000	SH	Sole	688000					
Merchants Bancshares Inc	COM	588448100	282	10525	SH	Sole	10525					
Meredith Corp	COM	589433101	10953	317950	SH	Sole	317950					
Metro Bancorp Inc	COM	59161r101	621	47000	SH	Sole	47000					
Microchip Technology Inc.	COM	595017104	15862	486726	SH	Sole	486726					
Mohawk Industries	COM	608190104	15079	166679	SH	Sole	166679					
National Instruments	COM	636518102	3149	122000	SH	Sole	122000					
OneBeacon	COM	G67742109	14040	1010068	SH	Sole	1010068					
Pacific Continental Bank	COM	69412v108	335	34451	SH	Sole	34451					
Patriot Transportation Holding	COM	70337B102	1288	45305	SH	Sole	45305					
Patterson Companies Inc.	COM	703395103	25406	742208	SH	Sole	742208					
Penseco Financial Services	COM	709570105	203	5475	SH	Sole	5475					
Pfizer Incorporated	COM	717081103	244	9744	SH	Sole	9744					
Pinnacle Financial Partners	COM	72346Q104	8945	474800	SH	Sole	474800					
Protective Life Corp.	COM	743674103	9586	335400	SH	Sole	335400					
Questar Corp	COM	748356102	11615	587825	SH	Sole	587825					
Rofin-Sinar Technologies, Inc.	COM	775043102	1532	70650	SH	Sole	70650					
Ross Stores Inc.	COM	778296103	60492	1118359	SH	Sole	1118359					
SCBT Financial Corporation	COM	78401V102	21354	531465	SH	Sole	531465					
Sigma Aldrich Corp.	COM	826552101	8094	110000	SH	Sole	110000					
Southern National Bancorp of V	COM	843395104	685	84200	SH	Sole	84200					
Southwestern Energy Co	COM	845467109	7918	237000	SH	Sole	237000					

Sterling Bancorp	COM	859158107	385	42225	SH	Sole	42225
Strayer Education Inc	COM	863236105	1518	27020	SH	Sole	27020
Stryker Corp	COM	863667101	36612	667853	SH	Sole	667853
SY Bancorp Inc	COM	785060104	486	21685	SH	Sole	21685
TCF Financial	COM	872275102	17594	1448056	SH	Sole	1448056
The Brick LTD.	COM	107879108	549	101800	SH	Sole	101800
Trustco Bank Corp	COM	898349105	108	20533	SH	Sole	20533
Tupperware Brands Corp.	COM	899896104	2564	40000	SH	Sole	40000
US Bancorp	COM	902973304	246	7694	SH	Sole	7694
US Ecology, Inc.	COM	91732j102	10954	465344	SH	Sole	465344
VCA Antech, Inc.	COM	918194101	3134	148900	SH	Sole	148900
Washington Banking Co.	COM	937303105	618	45400	SH	Sole	45400
Waters Corp.	COM	941848103	32682	375140	SH	Sole	375140
Watson Pharmaceuticals	COM	942683103	722	8400	SH	Sole	8400
Websense, Inc.	COM	947684106	903	60050	SH	Sole	60050
Westwood Holdings Group, Inc.	COM	961765104	1387	33902	SH	Sole	33902
White Mtns Insurance	COM	G9618E107	44889	87163	SH	Sole	87163
Winthrop Realty Trust	COM	976391300	263	23775	SH	Sole	23775
Xilinx Inc	COM	983919101	27168	757594	SH	Sole	757594
Yum Brands	COM	988498101	31769	478449	SH	Sole	478449
Zebra Technologies A	COM	989207105	49288	1253826	SH	Sole	1253826

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