

# SECURITIES AND EXCHANGE COMMISSION

## FORM 10-Q/A

Quarterly report pursuant to sections 13 or 15(d) [amend]

Filing Date: **1999-07-27** | Period of Report: **1997-12-27**  
SEC Accession No. **0000745026-99-000034**

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### FILER

#### NS GROUP INC

CIK: **745026** | IRS No.: **610985936** | State of Incorpor.: **KY** | Fiscal Year End: **0930**  
Type: **10-Q/A** | Act: **34** | File No.: **001-09838** | Film No.: **99671091**  
SIC: **3312** Steel works, blast furnaces & rolling mills (coke ovens)

Mailing Address  
*PO BOX 1670  
NEWPORT KY 41072*

Business Address  
*NINTH & LOWELL STS  
NEWPORT KY 41072  
6062926809*

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-Q/A

Amendment No. 1

X QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 27, 1999

OR

\_\_\_ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 1-9838

NS GROUP, INC.

Exact name of registrant as specified in its charter

KENTUCKY	61-0985936
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

Ninth and Lowell Streets, Newport, Kentucky 41072  
(Address of principal executive offices)

Registrant's telephone number, including area code (606)  
292-6809

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES X NO \_\_\_

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest

practicable date.

Common stock, no par value (Class)	21,416,874 (Outstanding at April 30, 1999)
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ITEM 6. Exhibits and Reports on Form 8-K

- a) Exhibits - Reference is made to the Index to Exhibits, which is incorporated herein by reference.
- b) Reports on Form 8-K - None

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

NS GROUP, INC.

Date: July 26, 1999	By: /s/ John R. Parker John R. Parker Vice President, Treasurer and Chief Financial Officer (Principal Financial Officer)
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#### INDEX TO EXHIBITS

Number	Description
3.1	Amended and Restated Articles of Incorporation of Registrant, filed as Exhibit 3.1 to Amendment No. 1 to Registrant's Form S-1 dated January 17, 1995, File No. 33-56637, and incorporated herein by this reference
3.2	Amended and restated By-Laws of Registrant, dated December 4, 1995, filed as 1995, File No. 1-9838, and

incorporated herein by this reference

4.20 Credit Agreement between the Company and Bank of America National Trust and Savings Association, dated July 31, 1998, filed as Exhibit 4.20 to Company's Form 10-K for the fiscal year ended September 26, 1998, File No.1-9838, and incorporated herein by this reference; and Amendment No. 1 dated March 25, 1999 filed herewith

27 Financial Data Schedule (Corrected)

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This schedule contains summary financial information extracted from NS Group, Inc.'s condensed consolidated financial statements as of an for the six month period ended March 27, 1999, included in the Company's Quarterly Report on Form 10-Q and is qualified in its entirety by reference to such condensed consolidated financial statements.

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<CIK> 0000745026

<NAME> NS GROUP, INC.

<MULTIPLIER> 1,000

<CURRENCY> U.S.

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