

Edgar Filing: THOR INDUSTRIES INC - Form SC 13G/A

THOR INDUSTRIES INC  
Form SC 13G/A  
January 28, 2015

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)  
Information statement pursuant to Rules 13d-1 and 13d-2

Under the Securities Exchange Act of 1934  
(Amendment No.22)

Thor Industries, Inc.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

885160101  
(CUSIP Number)

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

\*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. 885160101 13G

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Royce & Associates, LLC 52-2343049  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b)  
3 SEC USE ONLY  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
New York  
NUMBER OF 5 SOLE VOTING POWER  
SHARES 6,381,307  
BENEFICIALLY 6 SHARED VOTING POWER  
OWNED BY  
EACH 7 SOLE DISPOSITIVE POWER  
REPORTING 6,381,307  
PERSON 8 SHARED DISPOSITIVE POWER  
WITH  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING  
PERSON 6,381,307  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES [ ]  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
11.95%  
12 TYPE OF REPORTING PERSON  
IA

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CUSIP No. 885160101 13G  
Item 1(a) Name of Issuer:  
Thor Industries, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:  
Mr. Walter L. Bennett  
419 West Pike Street  
Jackson Center, OH 45334

Item 2(a) Name of Persons Filing:  
Royce & Associates, LLC

Item 2(b) Address of Principal Business Office, or, if None, Residence:  
745 Fifth Avenue, New York, NY 10151

Item 2(c) Citizenship:  
New York Corporation

Item 2(d) Title of Class of Securities:  
Common Stock

Item 2(e) CUSIP Number:  
885160101

Item 3 If this statement is filed pursuant to rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a)  Broker or Dealer registered under Section 15 of the Act
- (b)  Bank as defined in Section 3(a)(6) of the Act
- (c)  Insurance Company as defined in Section 3(a)(19) of the Act
- (d)  Investment Company registered under Section 8 of the Investment Company Act
- (e)  Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940
- (f)  Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund
- (g)  Parent Holding Company, in accordance with Rule 13d-1 (b) (ii) (G)
- (h)  Group

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Item 4 Ownership

(a) Amount Beneficially Owned:  
6,381,307

(b) Percent of Class:  
11.95%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote  
6,381,307

(ii) shared power to vote or to direct the vote

(iii) sole power to dispose or to direct the disposition  
of 6,381,307

(iv) shared power to dispose or to direct the  
disposition of

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

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

Various Accounts managed by Royce & Associates, LLC, have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of shares of the issuer.

The interest of one account, Royce Premier Fund an investment company registered under the Investment Company Act of 1940 and managed by Royce & Associates, LLC, amounted to 3,761,457 shares or 5.37% of the total shares outstanding.

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- 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

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Item 10 Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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 or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement with respect to it is true, complete and correct.

Date: January 28, 2015

By: Daniel A. O'Byrne, Vice President

cover page(s). (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s). (iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover page(s). (iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s). Item 10. Certification. By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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 or effect. ----- \* In accordance with Securities and Exchange Commission ("SEC") Release No. 34-39538 (January 12, 1998), this filing reflects the securities beneficially owned by Goldman Sachs Asset Management, L.P. ("GSAM LP"). GSAM LP, an investment advisor, disclaims beneficial ownership of any securities managed, on GSAM LP's behalf, by third parties. Page 4 of 7 pages 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: February 6, 2006 GOLDMAN SACHS ASSET MANAGEMENT, L.P. By: /s/ Andrea Louro DeMar ----- Name: Andrea Louro DeMar Title: Attorney-in-fact Page 5 of 7 pages INDEX TO EXHIBITS Exhibit No. Exhibit ----- 99.1 Power of Attorney, dated January 24th, 2006, relating to Goldman Sachs Asset Management, L.P. Page 6 of 7 pages Exhibit (99.1) POWER OF ATTORNEY KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS ASSET MANAGEMENT, L.P. (the "Company") does

hereby make, constitute and appoint each of Roger S. Begelman, Yvette Kusic, Andrea Louro DeMar, John M. O'Rourke, Felicia J. Rector, Michael T. Seeley, and Stephen Wong, (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof. THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates. IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of January 24, 2006. GOLDMAN SACHS ASSET MANAGEMENT, L.P. By:/s/ Howard Surloff ----- Name: Howard Surloff Title: Managing Director Page 7 of 7 pages