

Edgar Filing: Castle Brands Inc - Form SC 13G/A

Castle Brands Inc
Form SC 13G/A
February 07, 2008

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 1)*

Castle Brands Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

148435100

(CUSIP Number)

AS OF DECEMBER 31, 2007

*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).

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(1) NAMES OF REPORTING PERSONS. Copper Rock Capital Partners, LLC
I.R.S. IDENTIFICATION 75-3179897
NOS. OF ABOVE PERSONS

(2) CHECK THE APPROPRIATE BOX IF A MEMBER (a) / /
OF A GROUP* (b) / /

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

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| | | |
|---|------------------------------|----|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: | (5) SOLE VOTING POWER | 0 |
| | (6) SHARED VOTING POWER | 0 |
| | (7) SOLE DISPOSITIVE POWER | 0 |
| | (8) SHARED DISPOSITIVE POWER | 0 |
| (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 0 |
| (10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | | |
| (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) | | 0% |
| (12) TYPE OF REPORTING PERSON* | | IA |

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ITEM 1.

- (a) NAME OF ISSUER: Castle Brands Inc..
- (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
570 Lexington Avenue, 29th Floor, New York, NY 10022

ITEM 2.

- (a) NAME OF PERSON FILING: Copper Rock Capital Partners, LLC
- (b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
200 Clarendon Street, 52nd Floor, Boston, MA 02116
- (c) CITIZENSHIP:
Delaware.
- (d) TITLE OF CLASS OF SECURITIES:
Common Stock.
- (e) CUSIP NUMBER:
148435100

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b) OR 13d-2(b) OR (c), 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

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- (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 of 1940
- (e) /X/ An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E)
- (f) / / An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F)
- (g) / / A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G)
- (h) / / A savings association as defined in section 3(b) of the Federal Deposit Insurance Act
- (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

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- (j) / / Group, in accordance with Rule 13d-1(b)(1)(ii)(J)

ITEM 4. OWNERSHIP

(a) AMOUNT BENEFICIALLY OWNED: 0 shares.

(b) PERCENT OF CLASS: 0%.

(c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:

- (i) sole power to vote or to direct the vote: 0.
- (ii) shared power to vote or to direct the vote: 0.
- (iii) sole power to dispose or to direct the disposition of: 0.
- (iv) shared power to dispose or to direct the disposition of: 0.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following /X/.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

The right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities is held by certain clients of the reporting person, none of which has right or power with respect to more than five percent of the securities.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

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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 the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were acquired 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 its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

FEBRUARY 7, 2008

COPPER ROCK CAPITAL PARTNERS, LLC

By: /s/ Michael A. Forrester

Michael A. Forrester
Chief Compliance Officer