

Edgar Filing: HANDLEMAN CO /MI/ - Form SC 13G/A

HANDLEMAN CO /MI/  
Form SC 13G/A  
September 07, 2007  
SCHEDULE 13G

Under the Securities and Exchange Act of 1934

2  
(Amendment No.)

Handleman Co.  
(Name of Issuer)

Common stock  
(Title of Class of Securities)

410252100  
(CUSIP Number)

08/28/2007  
(Date of Event)

- 1 NAME OF REPORTING PERSON  
S.S or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Van Den Berg Management  
TAX # 953017097
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
A  
B
- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION  
USA
- 5 SOLE VOTING POWER  
4,305
- 6 SHARED VOTING POWER  
2,083,719
- 7 SOLE DISPOSITIVE POWER  
4,305
- 8 SHARED DISPOSITIVE POWER  
2,083,719
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,088,024
- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
N/A
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
10.29%
- 12 TYPE OF REPORTING PERSON\*  
IA

Item 1.

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- (a) Name of Issuer  
Handleman Co.
- (b) Address of Issuer's Principal Executive Offices  
500 Kirts Blvd.  
P.O. Boc 7045  
Troy, MI 48084-4142

Item 2.

- (a) Name of Person Filing  
VAN DEN BERG MANAGEMENT
- (b) Address of Principal Business Office or, if none, Residence  
805 Las Cimas Parkway  
Suite 430  
Austin, Texas 78746
- (c) Citizenship  
USA
- (d) Title of Class of Securities  
Common stock
- (e) CUSIP Number  
410252100

Item 3. If this statement is filed pursuant to Rule 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; see 240.13d-1(b)(1)(ii)(F)
- (g) Parent Holding Company, in accordance with 240.13d-1(b)(ii)(G)  
(Note: See Item 7)
- (h) Group, in accordance with 240.13d-1(b)(1)(ii)(H)

Item 4. Ownership

- (a) Amount Beneficially Owned  
2,088,024
- (b) Percent of Class  
10.29%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote

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4,305

(ii) shared power to vote or to direct the vote  
2,083,719

(iii) sole power to dispose or to direct the disposition of  
4,305

(iv) shared power to dispose or to direct the disposition of  
2,083,719

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

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

Item 7. Identification and Classification of the Subsidiary Which  
Acquired the Security Being Reported on By the Parent Holding Company

Item 8. Identification and Classification of Members of the Group

Item 9. Notice of Dissolution of Group

Item 10. Certification

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

09/07/2007

Signature

Jim Brilliant / Vice President

Name/Title