DIXIE GROUP INC
Form 4
June 06, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
RENFROE ROYCE R

(Last) (First) (Middle)

2801 PULLMAN ST

(Street)

SANTA ANA, CA 92705

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
DIXIE GROUP INC [DXYN]

3. Date of Earliest Transaction (Month/Day/Year)
06/02/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Former VP & Pres. Fabrica

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, $3 par value	06/02/2005		M		7,500	A	$ 3.875	42,415 (1)	D	
Common Stock, $3 par value	06/02/2005		M		15,000	A	$ 11.85	57,415 (1)	D	
Common Stock, $3 par value	06/02/2005		S		1,500	D	$ 15.15	55,915 (1)	D	
Common Stock, $3	06/02/2005		S		2,800	D	$ 15	53,115 (1)	D	

par value							
Common Stock, $3 par value	06/02/2005	S	2,700	D	$ 15.12	50,415 (1)	D
Common Stock, $3 par value	06/02/2005	S	1,400	D	$ 15.26	49,015 (1)	D
Common Stock, $3 par value	06/02/2005	S	600	D	$ 15.3233	48,415 (1)	D
Common Stock, $3 par value	06/02/2005	S	600	D	$ 15.3083	47,815 (1)	D
Common Stock, $3 par value	06/02/2005	S	500	D	$ 15.264	47,315 (1)	D
Common Stock, $3 par value	06/02/2005	S	500	D	$ 15.244	46,815 (1)	D
Common Stock, $3 par value	06/02/2005	S	500	D	$ 15.01	46,315 (1)	D
Common Stock, $3 par value	06/02/2005	S	400	D	$ 15.23	45,915 (1)	D
Common Stock, $3 par value	06/02/2005	S	300	D	$ 15.27	45,615 (1)	D
Common Stock, $3 par value	06/02/2005	S	200	D	$ 15.28	45,415 (1)	D
Common Stock, $3 par value	06/02/2005	S	200	D	$ 15.05	45,215 (1)	D
Common Stock, $3 par value	06/03/2005	S	5,400	D	$ 15.15	39,815 (1)	D
Common Stock, $3 par value	06/03/2005	S	800	D	$ 15.152	39,015 (1)	D
Common Stock, $3 par value	06/03/2005	S	1,400	D	$ 15.18	37,615 (1)	D

Common Stock, $3 par value	06/03/2005		S	200	D	$ 15.195	37,415 (1)	D
Common Stock, $3 par value	06/03/2005		S	600	D	$ 15.14	36,815 (1)	D
Common Stock, $3 par value	06/03/2005		S	400	D	$ 15.17	36,415 (1)	D
Common Stock, $3 par value	06/03/2005		S	500	D	$ 15.26	35,915 (1)	D
Common Stock, $3 par value	06/03/2005		S	200	D	$ 15.25	35,715 (1)	D
Common Stock, $3 par value	06/03/2005		S	88	D	$ 15.24	35,627 (1)	D
Common Stock, $3 par value	06/03/2005		S	300	D	$ 15.2	35,327 (1)	D
Common Stock, $3 par value	06/03/2005		S	412	D	$ 15.2573	34,915 (1)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock	$ 3.875	06/02/2005		M			7,500	(2)	06/30/2010	Common Stock, $3	7,500

Option (right to buy)								par value	
Employee Stock Option (right to buy)	$ 11.85	06/02/2005		M	15,000	08/05/2004	08/05/2009	Common Stock, $3 par value	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RENFROE ROYCE R 2801 PULLMAN ST SANTA ANA, CA 92705				Former VP & Pres. Fabrica

Signatures

John F. Henry, Jr., by power of attorney for Royce R. Renfroe	06/06/2005
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes 725 shares allocated to the Reporting Person's account under the Issuer's 401(K) plan.

(2) The exercise date for these Stock Options was accelerated from June 30, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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