

Edgar Filing: WINMARK CORP - Form SC 13G

WINMARK CORP  
Form SC 13G  
July 10, 2014

SCHEDULE 13G

Under the Securities and Exchange Act of 1934

(Amendment No.)

Winmark Corporation  
(Name of Issuer)

Common stock  
(Title of Class of Securities)

974250102  
(CUSIP Number)

07/01/2014  
(Date of Event)

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

- Rule 13d-1 (b)  
 Rule 13d-1 (c)  
 Rule 13d-1 (d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing of 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.)

1 NAME OF REPORTING PERSON  
S.S or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Nine Ten Partners LP  
TAX # 46-5301261

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

- A  
B x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA, Texas

5 SOLE VOTING POWER

494,580

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6 SHARED VOTING POWER

0

7 SOLE DISPOSITIVE POWER

494,580

8 SHARED DISPOSITIVE POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

494,580

\*\*These shares were previously reported by Bares Capital Management and have been transferred to Nine Ten Partners LP, a related entity.

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

9.66%

12 TYPE OF REPORTING PERSON\*

OO

Item 1.

(a) Name of Issuer

Winmark Corporation

(b) Address of Issuer's Principal Executive Offices

605 Highway 169 North, Suite 400  
Minneapolis, MN 55441

Item 2.

(a) Name of Person Filing

Nine Ten Partners LP

(b) Address of Principal Business Office or, if none, Residence

12600 Hill Country Blvd, Suite R-230  
Austin, TX 78738

(c) Citizenship

USA

(d) Title of Class of Securities

Common stock

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(e) CUSIP Number

974250102

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

\*\*Nine Ten Partners LP ("the Fund") directly owns 490,941 shares. Nine Ten Capital Management LLC acts as investment manager for the Fund.

(a) Amount Beneficially Owned

494,580

\*\*These shares were previously reported by Bares Capital Management and have been transferred to Nine Ten Partners LP, a related entity.

(b) Percent of Class

9.66%

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

(i) sole power to vote or to direct the vote

494,580

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

0

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

494,580

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

0

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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  
07/10/2014  
Signature  
/s/Brian T. Bares  
Brian T. Bares  
President