FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

f Rule						
ng Person*	2. Issuer Name and Ticker or Trading Symbol ROCKY BRANDS, INC. [RCKY]	S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2024	Officer (give title Other (specify below)				
<u> </u>	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
45764 (Zip)	-	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				
	ng Person* (Middle)	2. Issuer Name and Ticker or Trading Symbol ROCKY BRANDS, INC. [RCKY] 3. Date of Earliest Transaction (Month/Day/Year) 01/01/2024 4. If Amendment, Date of Original Filed (Month/Day/Year)				

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, without par value	01/01/2024		A		596	A	\$0.0000	7,519	D	

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

-1	1. Title of	2.	3. Transaction	3A. Deemed	4.				6. Date Exercisable and		7. Title and Amount of		8. Price of	9. Number of	10.	11. Nature	ı
-1	Derivative	Conversion	Date	Execution Date,	Transaction		Derivative		Expiration Date		Securities Underlying		Derivative	derivative	Ownership	of Indirect	L
-1	Security (Instr. 3)	or Exercise	(Month/Day/Year)	if any	Code (Instr.		Securities		(Month/Day/Year)		Derivative Security		Security	Securities	Form:	Beneficial	L
-1		Price of		(Month/Day/Year)	8)	8) Acquired (A)		Acquired (A) (Instr. 3 and 4)		(Instr. 5)	Beneficially	Direct (D)	Ownership	L			
-1		Derivative			or Disposed of		or Disposed of			Owned	or Indirect	(Instr. 4)	L				
-1		Security			(D) (Instr. 3, 4		i			Following	(I) (Instr. 4)		L				
-1					and 5)		nd 5)					Reported			L		
-1													1	Transaction(s)			L
-1						l						Amount		(Instr. 4)			L
-1						l						or					1
-1						l			Date	Expiration		Number					1
1					Code	٧	(A)	(D)	Exercisable	Date	Title	of Shares					

Explanation of Responses:

Jeremy D. Siegfried, Attorney-in-

Fact

** Signature of Reporting Person

Date

01/03/2024

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

 $^{^{\}star}$ 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).