

ROTH RONALD G

Form SC 13G/A

February 14, 2011

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 1 )

Clearfield, Inc.

(Name of Issuer)

Common Stock \$0.01

(Title of Class of Securities)

18482P103

(CUSIP Number)

February 11, 2011

(Date of Event Which Requires Filing of this statement)

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 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).

CUSIP No. 18482P103

13G

Page 2 of 5 Pages

1 Names of Reporting Persons Only  
 Ronald G. Roth

I.R.S. Identification Nos. of Above Persons (Entities Only)  
 \_\_\_\_\_

2 Check the Appropriate Box if a Member of a Group (See Instructions)  
 (a)  
 (b)

3 SEC Use Only

4 Citizenship or Place of Organization  
 Minnesota USA

|              |   |                          |                |
|--------------|---|--------------------------|----------------|
| Number of    | 5 | Sole Voting Power        | 911,705 (1, 3) |
| Shares       | 6 | Shared Voting Power      | 156,760 (2)    |
| Beneficially | 7 | Sole Dispositive Power   | 911,705 (1, 3) |
| Owned by     | 8 | Shared Dispositive Power | 156,760 (2)    |
| Each         |   |                          |                |

Reporting

Person

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
 1,068,465 (1, 2 & 3)

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares \_\_\_\_\_  
 (See Instructions)

11 Percent of Class Represented by Amount in Row (9)  
 8.9%

12 Type of Reporting Person (See Instructions)  
 IN

(1) 890,705 shares owned outright by the reporting person as of February 11, 2011.

(2) 156,760 shares owned by spouse as to which Mr. Roth has shares voting power and dispositive power

(3) 21,000 shares subject to currently exercisable options



Item 1(a)  
Clearfield, Inc.

Name of Issuer:

Item 1(b)  
5480 Nathan Lane North, Suite 120, Plymouth, MN 55442

Address of Issuer's Principal Executive Offices:

Item 2(a)  
Ronald G. Roth

Name of Person Filing:

Item 2(b)  
5480 Nathan Lane North, Suite 120, Plymouth, MN 55442

Address of Principal Business Office or, if None, Residence:

Item 2(c)  
Minnesota, USA

Citizenship:

Item 2(d)  
Common Stock, \$0.01 par value

Title of Class of Securities:

Item 2(e)  
18482P103

CUSIP Number:

Item 3.If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the personfiling is a:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act,
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act,
- (c)  Insurance company as defined in Section 3(a)(19) of the Exchange Act,
- (d)  Investment Company registered under Section 8 of the Investment Company Act, (e) 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)(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,
- (j)  Group, in accordance with Rule 13d-1(b)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount Beneficially Owned: 1,068,7465 which consists of 890,705 shares owned individually by the reporting person as of December 31, 2010 and option to purchase 21,000 shares exercisable at December 2010 or within 60 days and. 156,760 shares owned by spouse.

(b)Percent of Class: 8.9% based on 12,020,331 shares of the Issuer's common stock outstanding on November 18, 2010 as reported in the Issuer's Form 10-K for the year ended September 30, 2010 And including all 1,068,465 shares that could be deemed to be beneficially owned by Mr. Roth.

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

(i) Sole power to vote or to direct the vote: 911,705

(ii) Shared power to vote or direct the vote: 156,760

(iii)Sole power to dispose or direct the disposition of: 911,705

(iv) Shared power to dispose or to direct the disposition of: 156,760

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 [ ] .

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

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such persons should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of an employee benefit plan, pension fund or endowment fund is not required.

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

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c), attach an exhibit stating the identification of the relevant subsidiary.

Item 8. Identification and Classification of Members of the Group.

If a group has filed its schedule pursuant to Rule 13d-1(b)(1)(ii)(J), so indicate under Item 3(h) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13(d)-1(d), attach an exhibit stating the identity of each member of the group.

Item 9.

Notice of Dissolution of Group.

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Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. (See Item 5.)

Item 10.

Certification.

By signing below, I certify, that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

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.

February 11, 2011  
(Date)

/s/ Ronald G. Roth  
(Signature)

Ronald G. Roth, Individual Stockholder  
(Name and Title)