### HENNESSY ADVISORS INC Form 13F-HR April 30, 2007

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2007

Check here if Amendment []; Amendment Number:

This Amendment (Check only one.): [] is a restatement.

[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Hennessy Advisors, Inc.

Address: 7250 Redwood Boulevard, Suite 200

Novato, CA 94945

Form 13F File Number: 028-06715

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Teresa M. Nilsen

Title: Executive Vice President and Chief Financial Officer

Phone: (415) 899-1555

Signature, Place, and Date of Signing:

/s/ Teresa M. Nilsen Novato, CA April 30, 2007

Teresa M. Nilsen City, State Date

Report Type (Check only one):

- $\ensuremath{[{\rm X}]}$  13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all

holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

#### FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:

Form 13F Information Table Entry Total:

176

Form 13F Information Table Value Total:

\$1,879,514

(thousands)

List of Other Included Managers: NONE

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#### FORM 13F INFORMATION TABLE

Column 1:	Column 2:	Column 3:	Column 4:	Column	5 <b>:</b>	Colum	ın 6:
Name of Issuer	Title of Class	Number	Market Value (x\$1,000)	Principal	Amount	Investment Di	scretio
					SH/ Put	Shared	
A T & T INC	COMMON	00206R102	16,035	406,672	2 SH	SOLE	
ACUITY BRANDS INC	COMMON	00508Y102	7,404	136,00	0 SH	SOLE	
AEP INDUSTRIES INC	COMMON	001031103	3,930	91,40	0 SH	SOLE	

AES CORP. (THE)	COMMON	00130Н105	3,770	175,200	SH	SOLE
AK STEEL HOLDING CORP	COMMON	001547108	24,515	1,048,100	SH	SOLE
ALBEMARLE CORP	COMMON	012653101	9,583	231,800	SH	SOLE
ALON USA ENERGY INC	COMMON	020520102	3,703	102,300	SH	SOLE
ALTRIA GROUP INC	COMMON	02209S103	13,814	157 <b>,</b> 322	SH	SOLE
AMERIGROUP CORP	COMMON	03073T102	17 <b>,</b> 872	587 <b>,</b> 900	SH	SOLE
AMN HEALTHCARE SERVICES INC	COMMON	001744101	3,511	155,200	SH	SOLE
AMPCO-PITTSBURGH CORP	COMMON	032037103	3 <b>,</b> 429	118,700	SH	SOLE
AMR CORP/DE	COMMON	001765106	4,300	141,200	SH	SOLE
ANIXTER INTL INC	COMMON	035290105	7 <b>,</b> 497	113,700	SH	SOLE
ANNTAYLOR STORES CORP	COMMON	036115103	8 <b>,</b> 966	231,200	SH	SOLE
ARCH CHEMICALS INC	COMMON	03937R102	3,103	99,400	SH	SOLE
ARCHER-DANIELS-MIDLAND CO	COMMON	039483102	3,050	83 <b>,</b> 100	SH	SOLE
ARKANSAS BEST CORP	COMMON	040790107	2,599	73,100	SH	SOLE
ASSURANT INC	COMMON	04621X108	6 <b>,</b> 237	116,300	SH	SOLE
BANK OF AMERICA CORP	COMMON	060505104	4,648	91,097	SH	SOLE
BARCLAYS PLC/ENGLAND -ADR	ADR	06738E204	4,441	78 <b>,</b> 000	SH	SOLE
BB&T CORP	COMMON	054937107	3 <b>,</b> 958	96,500	SH	SOLE

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### FORM 13F INFORMATION TABLE

Column 1:	Column 2:	Column 3:	Column 4:	Column	5:	Coli	umn 6:
Name of Issuer	Title of Class	CUSIP Number	Market Value (x\$1,000)	Shares Principal		Investment I	Discretio
					SH/ Put/ PRN Call	/ Share Sole Define	ed Share ed Other

BELDEN CDT INC	COMMON	077454106	40,970	764,500	SH	SOLE
BENCHMARK ELECTRONICS INC	COMMON	08160Н101	4,692	227,100	SH	SOLE
BIG LOTS INC	COMMON	089302103	34,993	1,118,700	SH	SOLE
BLOCKBUSTER INC	COMMON	093679108	21,342	3,313,900	SH	SOLE
BP PLC -ADS	ADR	055622104	3,989	61,600	SH	SOLE
BRISTOL MYERS SQUIBB	COMMON	110122108	4,641	167,200	SH	SOLE
BRITISH AIRWAYS PLC -ADR	ADR	110419306	19,429	201,300	SH	SOLE
BROWN SHOE CO INC	COMMON	115736100	17,451	415,500	SH	SOLE
CARMAX INC	COMMON	143130102	25 <b>,</b> 325	1,032,000	SH	SOLE
CASUAL MALE RETAIL GRP	COMMON	148711104	3,944	333,400	SH	SOLE
CELADON GROUP INC	COMMON	150838100	3 <b>,</b> 058	183,100	SH	SOLE
CENVEO INC	COMMON	15670S105	26 <b>,</b> 776	1,101,900	SH	SOLE
CF INDUSTRIES HOLDINGS	COMMON	125269100	28,041	727,400	SH	SOLE
CHAPARRAL STEEL CO	COMMON	159423102	30 <b>,</b> 981	532,600	SH	SOLE
CHARLOTTE RUSSE HOLDING	COMMON	161048103	20,908	724,200	SH	SOLE
CHEVRONTEXACO CORP	COMMON	166764100	1 <b>,</b> 151	15 <b>,</b> 557	SH	SOLE
CHILDRENS PLACE RETAIL STRS	COMMON	168905107	5 <b>,</b> 325	95,500	SH	SOLE
CHUNGHWA TELECOM CO -ADR	ADR	17133Q205	4,263	214,000	SH	SOLE
CINCINNATI FINANCIAL CORP	COMMON	172062101	3 <b>,</b> 935	92,800	SH	SOLE
CITIGROUP INC	COMMON	172967101	13,067	254,525	SH	SOLE
CLEAN HARBORS INC	COMMON	184496107	22 <b>,</b> 651	500,900	SH	SOLE

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### FORM 13F INFORMATION TABLE

Column 1:	Column 2:	Column 3:	Column 4:	Column 5:	Column 6:

Name of Issuer	Title of Class	CUSIP Number	Market Value (x\$1,000)			Investmer	nt Discretio
					SH/ Put/ PRN Call		nared Share
COCA-COLA COMPANY	COMMON	191216100	2,680	55 <b>,</b> 825	5 SH	SOLE	
COMMSCOPE INC	COMMON	203372107	8,400	195,800	SH	SOLE	
COMSYS IT PARTNERS INC	COMMON	20581E104	19,709	990,400	) SH	SOLE	
CONTINENTAL AIRLS INC -CL B	CLASS B	210795308	22,962	631,000	SH	SOLE	
CONVERGYS CORP	COMMON	212485106	20,829	819,700	SH	SOLE	
COPANO ENERGY LLC	COMMON	217202100	23,057	336,700	SH	SOLE	
CRAY INC	COMMON	225223304	4,268	309,500	SH	SOLE	
CROSSTEX ENERGY INC	COMMON	22765Y104	3,255	113,200	SH	SOLE	
CUMMINS INC	COMMON	231021106	11,925	82 <b>,</b> 400	SH	SOLE	
DAIMLERCHRYSLER AG	ADR	sedol - 2307389	5 <b>,</b> 817	71,100	) SH	SOLE	
DIAGEO PLC -ADR	ADR	25243Q205	4,396	54,300	SH	SOLE	
DICKS SPORTING GOODS INC	COMMON	253393102	7,848	134,700	SH	SOLE	
DILLARDS INC -CL A	CLASS A	254067101	10,091	308,300	SH	SOLE	
DOLLAR TREE STORES INC	COMMON	256747106	7 <b>,</b> 522	196 <b>,</b> 700	SH	SOLE	
DONNELLEY (R R) & SONS CO	COMMON	257867101	4,336	118,500	SH	SOLE	
DOW CHEMICAL	COMMON	260543103	4,838	105,500	SH	SOLE	
DSW INC	COMMON	23334L102	4,436	105,100	SH	SOLE	
DU PONT (E I) DE NEMOURS	COMMON	263534109	14,060	284 <b>,</b> 450	) SH	SOLE	
EMC INSURANCE GROUP INC	COMMON	268664109	2,874	111,400	) SH	SOLE	
EMCOR GROUP INC	COMMON	29084Q100	6 <b>,</b> 901	117,000	) SH	SOLE	
ENERGIZER HOLDINGS INC	COMMON	29266R108	7,594	89,000	SH	SOLE	

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FORM 13F INFORMATION TABLE

Name of Issuer	Column 1:	Column 2:	Column 3:	Column 4:	Column	5:		Column	6:
ENI SPA -ADR ADR 26874R108 4,123 63,600 SH SOLE  ENTERPRISE PRODS PRINER -LP COMMON 293792107 4,652 146,300 SH SOLE  EXXON MOBIL CORPORATION COMMON 30231G102 394 5,228 SH SOLE  FIDELITY NATIONAL FINANCIAL COMMON 31620R105 4,363 181,700 SH SOLE  FRONTIER OIL CORP COMMON 35914P105 3,319 101,700 SH SOLE  FTO GROUP INC COMMON 30267U108 19,823 1,199,200 SH SOLE  GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL ELECTRIC CO. COMMON 370442105 13,050 425,918 SH SOLE  GENERAL MOTORS CORP COMMON 37442105 13,050 425,918 SH SOLE  GENERAL MOTORS CORP COMMON 373730100 2,685 253,100 SH SOLE  GENERAL SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 3733W105 4,404 79,700 SH SOLE  GRANITE CONSTRUCTION INC COMMON 3814G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 38328107 6,289 113,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREEF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GREEF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE	Name of Issuer	of		Value			Inves	tment Dis	cretic
ENTERPRISE PRODS PRINER -LP COMMON 293792107 4,652 146,300 SH SOLE  EXXON MOBIL CORPORATION COMMON 30231G102 394 5,228 SH SOLE  FIDELITY NATIONAL FIDELITY NATIONAL FINANCIAL COMMON 31620R105 4,363 181,700 SH SOLE  FMC TECHNOLOGIES INC COMMON 30249U101 3,593 51,500 SH SOLE  FRONTIER OIL CORP COMMON 35914P105 3,319 101,700 SH SOLE  FTO GROUP INC COMMON 30267U108 19,823 1,199,200 SH SOLE  GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL BLECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GRANITE CONSTRUCTION INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREEF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE									
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-LP COMMON 293792107 4,652 146,300 SH SOLE  EXXON MOBIL CORPORATION COMMON 30231G102 394 5,228 SH SOLE  FIDELITY NATIONAL FINANCIAL COMMON 31620R105 4,363 181,700 SH SOLE  FMC TECHNOLOGIES INC COMMON 30249U101 3,593 51,500 SH SOLE  FRONTIER OIL CORP COMMON 35914P105 3,319 101,700 SH SOLE  FTO GROUP INC COMMON 30267U108 19,823 1,199,200 SH SOLE  GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL ELECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GEREER SCIENTIFIC INC COMMON 373330100 2,685 253,100 SH SOLE  GEREER SCIENTIFIC INC COMMON 373330100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GRANITE CONSTRUCTION INC COMMON 38328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	ENI SPA -ADR	ADR	26874R108	4,123	63,600	SH	SOLE		
FIDELITY NATIONAL FINANCIAL COMMON 31620R105 4,363 181,700 SH SOLE  FMC TECHNOLOGIES INC COMMON 30249U101 3,593 51,500 SH SOLE  FRONTIER OIL CORP COMMON 35914P105 3,319 101,700 SH SOLE  FTD GROUP INC COMMON 30267U108 19,823 1,199,200 SH SOLE  GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL ELECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373330100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GRANITE CONSTRUCTION INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE		COMMON	293792107	4,652	146,300	SH	SOLE		
FINANCIAL COMMON 31620R105 4,363 181,700 SH SOLE  FMC TECHNOLOGIES INC COMMON 30249U101 3,593 51,500 SH SOLE  FRONTIER OIL CORP COMMON 35914P105 3,319 101,700 SH SOLE  FTD GROUP INC COMMON 30267U108 19,823 1,199,200 SH SOLE  GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL ELECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	EXXON MOBIL CORPORATION	COMMON	30231G102	394	5,228	SH	SOLE		
FRONTIER OIL CORP COMMON 35914P105 3,319 101,700 SH SOLE  FTD GROUP INC COMMON 30267U108 19,823 1,199,200 SH SOLE  GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL ELECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE		COMMON	31620R105	4,363	181,700	SH	SOLE		
FTD GROUP INC COMMON 30267U108 19,823 1,199,200 SH SOLE  GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL ELECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 3737330100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	FMC TECHNOLOGIES INC	COMMON	30249U101	3 <b>,</b> 593	51,500	SH	SOLE		
GENERAL CABLE CORP/DE COMMON 369300108 25,417 475,700 SH SOLE  GENERAL ELECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	FRONTIER OIL CORP	COMMON	35914P105	3,319	101,700	SH	SOLE		
GENERAL ELECTRIC CO. COMMON 369604103 7,297 206,377 SH SOLE  GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	FTD GROUP INC	COMMON	30267U108	19 <b>,</b> 823	1,199,200	SH	SOLE		
GENERAL MOTORS CORP COMMON 370442105 13,050 425,918 SH SOLE  GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GENERAL CABLE CORP/DE	COMMON	369300108	25 <b>,</b> 417	475 <b>,</b> 700	SH	SOLE		
GENTEK INC COMMON 37245X203 4,186 122,900 SH SOLE  GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GENERAL ELECTRIC CO.	COMMON	369604103	7,297	206,377	SH	SOLE		
GEO GROUP INC COMMON 36159R103 23,594 520,600 SH SOLE  GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GENERAL MOTORS CORP	COMMON	370442105	13,050	425 <b>,</b> 918	SH	SOLE		
GERBER SCIENTIFIC INC COMMON 373730100 2,685 253,100 SH SOLE  GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GENTEK INC	COMMON	37245X203	4,186	122 <b>,</b> 900	SH	SOLE		
GLAXOSMITHKLINE PLC -ADR ADR 37733W105 4,404 79,700 SH SOLE  GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GEO GROUP INC	COMMON	36159R103	23 <b>,</b> 594	520 <b>,</b> 600	SH	SOLE		
GOLDMAN SACHS GROUP INC COMMON 38141G104 20,208 97,800 SH SOLE  GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GERBER SCIENTIFIC INC	COMMON	373730100	2 <b>,</b> 685	253 <b>,</b> 100	SH	SOLE		
GRANITE CONSTRUCTION INC COMMON 387328107 6,289 113,800 SH SOLE  GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GLAXOSMITHKLINE PLC -AD	R ADR	37733W105	4,404	79 <b>,</b> 700	SH	SOLE		
GREIF INC -CL A CLASS A 397624107 21,166 190,500 SH SOLE  GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GOLDMAN SACHS GROUP INC	COMMON	38141G104	20,208	97,800	SH	SOLE		
GYMBOREE CORP COMMON 403777105 4,271 106,600 SH SOLE	GRANITE CONSTRUCTION INC	COMMON	387328107	6,289	113,800	SH	SOLE		
	GREIF INC -CL A	CLASS A	397624107	21,166	190,500	SH	SOLE		
HARLEYSVILLE GROUP INC COMMON 412824104 3,473 106,900 SH SOLE	GYMBOREE CORP	COMMON	403777105	4,271	106,600	SH	SOLE		
	HARLEYSVILLE GROUP INC	COMMON	412824104	3,473	106,900	SH	SOLE		
HEINZ (H J) CO COMMON 423074103 4,401 93,400 SH SOLE	HEINZ (H J) CO	COMMON	423074103	4,401	93,400	SH	SOLE		
HENNESSY ADVISORS INC COMMON 425885100 42,562 2,745,931 SH SOLE	HENNESSY ADVISORS INC	COMMON	425885100	42,562	2,745,931	SH	SOLE		

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#### FORM 13F INFORMATION TABLE

Column 1:	Column 2:	Column 3:	Column 4:	Column	5 <b>:</b>	Column 6:
Name of Issuer	Title of Class	CUSIP Number	Market Value (x\$1,000)	Shares Principal		Investment Discreti
						/ Shared Sharel Sharel Sole Defined Othe
HOLLY CORP	COMMON	435758305	27 <b>,</b> 266	459 <b>,</b> 80(	) SH	SOLE
HORIZON LINES INC	COMMON	44044K101	23,653	720,700	) SH	SOLE
HSBC HOLDINGS PLC -ADR	ADR	404280406	4,039	46,000	) SH	SOLE
IDEARC INC	COMMON	451663108	317	9,023	3 SH	SOLE
INFINEON TECHNOLOGIES AG-ADR	ADR	45662N103	22,589	1,450,80(	) SH	SOLE
INGLES MARKETS INC -CL	A CLASS A	457030104	24,961	611,200	) SH	SOLE
INNOSPEC INC	ADR	45768S105	24,831	430,800	) SH	SOLE
INTERSTATE HOTELS & RESORTS	COMMON	46088S106	2,368	375,260	) SH	SOLE
INTL PAPER CO	COMMON	460146103	4,583	125,900	) SH	SOLE
J P MORGAN CHASE & CO	COMMON	46625H100	12,280	253,815	5 SH	SOLE
JACK IN THE BOX INC	COMMON	466367109	31,827	460,400	) SH	SOLE
KIMBERLY-CLARK CORP	COMMON	494368103	4,323	63,126	5 SH	SOLE
KRAFT FOODS INC	COMMON	50075N104	3,783	119,484	1 SH	SOLE
LAN AIRLINES SA -ADR	ADR	501723100	24,032	348,800	) SH	SOLE
LEAR CORP	COMMON	521865105	22,647	620,300	) SH	SOLE
LILLY (ELI) & CO	COMMON	532457108	4,130	76,900	) SH	SOLE
LINCOLN ELECTRIC HLDGS	COMMON	533900106	3,496	58,70(	) SH	SOLE
LORAL SPACE & COMMUNICATIONS	COMMON	543881106	23,379	459,50(	) SH	SOLE
LYONDELL CHEMICAL CO	COMMON	552078107	5,002	166,900	) SH	SOLE

MANITOWOC CO	COMMON	563571108	22,725	357,700 SH	SOLE
M & F WORLDWIDE CORP	COMMON	552541104	32,432	681,200 SH	SOLE

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#### FORM 13F INFORMATION TABLE

Column 1:	Column 2:	Column 3:	Column 4:	Column	5:		Column	6:
Name of Issuer	Title of Class	CUSIP Number	Market Value (x\$1,000)	Shares Principal		nt Invest	ment Dis	cretic
					SH/ I	Put/ Call Sole	Shared Defined	Share Other
MARATHON OIL CORP	COMMON	565849106	3,914	39,600	) SH	SOLE		
MARKWEST HYDROCARBON INC	COMMON	570762104	27,485	443,300	SH	SOLE		
MASCO CORP	COMMON	574599106	3 <b>,</b> 970	144,900	SH	SOLE		
MATRIX SERVICE COMPANY	COMMON	576853105	6,118	302,400	SH	SOLE		
MATTEL INC	COMMON	577081102	5,216	189,200	SH	SOLE		
MEADOWBROOK INS GROUP IN	C COMMON	58319P108	3,664	333,400	SH	SOLE		
MEADWESTVACO CORP	COMMON	583334107	4,348	141,000	SH	SOLE		
MENS WEARHOUSE INC	COMMON	587118100	7,716	164,000	SH	SOLE		
MENTOR GRAPHICS CORP	COMMON	587200106	4,462	273,100	SH	SOLE		
MERCK & CO	COMMON	589331107	13,450	304,497	'SH	SOLE		
NATCO GROUP INC	COMMON	63227W203	3,320	97,300	SH	SOLE		
NATIONAL BEVERAGE CORP	COMMON	635017106	3,762	214,500	SH	SOLE		
NATIONAL CITY CORP	COMMON	635405103	4,366	117,200	SH	SOLE	<b>-</b>	
NEWELL RUBBERMAID INC	COMMON	651229106	4,465	143,600	SH	SOLE		
ODYSSEY RE HOLDINGS CORP	COMMON	67612W108	20,956	533,100	SH	SOLE		
OGE ENERGY CORP	COMMON	670837103	10,395	267,920	SH	SOLE		
OLD DOMINION FREIGHT	COMMON	679580100	2 <b>,</b> 872	99,700	SH	SOLE		

P G & E CORP	COMMON	69331C108	290	6,005 SH	SOLE
P.A.M. TRANSPORTATION					
SVCS	COMMON	693149106	2,334	113,200 SH	SOLE
PACTIV CORP	COMMON	695257105	7,450	220,800 SH	SOLE
PETROCHINA CO LTD -ADR	ADR	71646E100	3 <b>,</b> 782	32,300 SH	SOLE

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### FORM 13F INFORMATION TABLE

Column 1:	Column 2:	Column 3:	Column 4:	Column	5:		Colum	nn 6:
Name of Issuer	Title of Class	CUSIP Number	Market Value (x\$1,000)	Shares Principal		Invest	ment Di	.scretic
					SH/ Put PRN Cal		Shared	
PFIZER INC	COMMON	717081103	12 <b>,</b> 625	499 <b>,</b> 782	SH	SOLE		
PHILLIPS-VAN HEUSEN CORE	COMMON	718592108	8,879	151,000	) SH	SOLE		
PNC FINANCIAL SVCS GROUE	COMMON	693475105	4,239	58 <b>,</b> 900	) SH	SOLE		
PPG INDUSTRIES INC	COMMON	693506107	4,458	63,400	) SH	SOLE		
PRICELINE.COM INC	COMMON	741503403	8,916	167,400	) SH	SOLE		
PSS WORLD MEDICAL INC	COMMON	69366A100	6,847	323,900	) SH	SOLE		
PUBLIC MEDIA WORKS INC	COMMON	744425109	3	10,000	) SH	SOLE		
QUANTA SERVICES INC	COMMON	74762E102	25 <b>,</b> 182	998,500	) SH	SOLE		
QWEST COMMUNICATION INTI	COMMON	749121109	4,034	448 <b>,</b> 722	2 SH	SOLE		
REGIONS FINL CORP	COMMON	7591EP100	4,043	114,300	) SH	SOLE		
REYNOLDS AMERICAN INC	COMMON	761713106	4,007	64,200	) SH	SOLE		
RITE AID CORP	COMMON	767754104	20,348	3,526,600	) SH	SOLE		
ROBBINS & MYERS INC	COMMON	770196103	18 <b>,</b> 779	503,600	) SH	SOLE		
ROCK-TENN CO	COMMON	772739207	21,062	634,400	) SH	SOLE		

ROYAL DUTCH SHELL PLC					
-ADR	ADR	780259206	3,898	58,800 SH	SOLE
RYDER SYSTEM INC	COMMON	783549108	3,143	63,700 SH	SOLE
SAFETY INSURANCE GROUP					
INC	COMMON	78648T100	2,740	68,300 SH	SOLE
SAIA INC	COMMON	78709Y105	3,012	126,800 SH	SOLE
SASOL LTD -ADR	ADR	803866300	3,788	114,600 SH	SOLE
SAUER-DANFOSS INC	COMMON	804137107	18,782	624,000 SH	SOLE
SHERWIN-WILLIAMS CO	COMMON	824348106	20,671	313,000 SH	SOLE

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#### FORM 13F INFORMATION TABLE

Column 1:	Column 2:	Column 3:	Column 4:	Column	5:	Colum	nn 6:
Name of Issuer		CUSIP Number				Investment Di	scretic
					PRN Cal	/ Shared	d Other
SKECHERS U S A INC	COMMON	830566105	20,310	605,000	) SH	SOLE	
SOUTHERN COPPER CORP	COMMON	84265V105	5 <b>,</b> 396	75,300	) SH	SOLE	
SPARTAN STORES INC	COMMON	846822104	24,857	927,500	) SH	SOLE	
STANDARD PARKING CORP	COMMON	853790103	4,237	119,800	) SH	SOLE	
STATOIL ASA -ADR	ADR	85771P102	4,043	149,300	) SH	SOLE	
STEEL DYNAMICS INC	COMMON	858119100	24,322	563,000	) SH	SOLE	
SUN HEALTHCARE GROUP INC	COMMON	866933401	21,558	1,745,600	) SH	SOLE	
SYSTEMAX INC	COMMON	871851101	19,631	1,048,100	) SH	SOLE	
THE CHARLES SCHWAB CORP	COMMON	808513105	185	10,100	) SH	SOLE	
U G I CORPORATION NEW	COMMON	902681105	465	17,400	) SH	SOLE	
U S BANCORP	COMMON	902973304	4,332	123,875	SH	SOLE	

UNITED AUTO GROUP INC	COMMON	909440109	5,355	263,800 SH	SOLE
UNIVERSAL TRUCKLOAD SERVICES	COMMON	91388P105	2,494	103,000 SH	SOLE
US AIRWAYS GROUP INC	COMMON	90341W108	18,215	400,500 SH	SOLE
VERIZON COMMUNICATIONS	COMMON	92343V104	14,373	379,038 SH	SOLE
VF CORP	COMMON	918204108	6,915	83,700 SH	SOLE
VOLT INFO SCIENCES INC	COMMON	928703107	15,677	598,600 SH	SOLE
VOLVO AB SWE -ADR			24,767	294,600 SH	SOLE
			4,206	76,400 SH	SOLE
WASHINGTON MUTUAL INC	COMMON	939322103	3,804	94,200 SH	SOLE
WATSON WYATT WORLDWIDE	COMMON	942712100	7,434	152,800 SH	SOLE
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#### FORM 13F INFORMATION TABLE

Column 1:	Column 2:		Column 4:					6 <b>:</b>
Name of Issuer	Title of Class	CUSIP	Market Value (x\$1,000)	Shares Principal	or Amoun	nt Invest	tment Disc	cretic
					SH/ P PRN C	Put/ Call Sole	Shared Defined	
							· <b></b>	
WELLCARE HEALTH PLANS IN								
WELLS FARGO & CO								
WEST PHARMACEUTICAL SVSC	COMMON	955306105						
WESTAMERICA BANCORP								
WEYERHAEUSER CO	COMMON	962166104	4,649	62,200	) SH	SOLE		
WILD OATS MARKETS INC			3,538	194,400	) SH	SOLE		
WIMM-BILL-DANN -ADR	ADR							

WORLD F	JEL SERVICES	CORP	COMMON	981475106	3,530	76,300 S	SH SOLE	
	I	rotal			1,879,514			