KATY INDUSTRIES INC Form SC 13D/A March 16, 2009

# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 41)

Katy Industries, Inc. (Name of Issuer)

Common Stock \$1 Par Value Per Share (Title of Class of Securities)

\_\_\_\_\_486026107\_\_\_\_\_ (CUSIP Number)

Peter D. Goldstein GAMCO Investors, Inc. One Corporate Center Rye, New York 10580-1435 (914) 921-7732

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 16, 2009_					
(Date of Event which Requires Filing of this Statement)					

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

## CUSIP No. 486026107

1 Names of reporting persons

I.R.S. identification nos. of above persons (entities only)

Gabelli Funds, LLC

I.D. No. 13-4044523

2 Check the appropriate box if a member of a group (SEE

INSTRUCTIONS)

(a)

(b)

- 3 Sec use only
- 4 Source of funds (SEE INSTRUCTIONS) 00-Funds of investment advisory clients
- 5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)
- 6 Citizenship or place of organization

New York

Number Of : 7 Sole voting power

.

Shares : 600,502 (Item 5)

:

Beneficially : 8 Shared voting power

.

Owned: None

:

By Each : 9 Sole dispositive power

:

Reporting : 600,502 (Item 5)

:

Person :10 Shared dispositive power

.

With : None

.

Aggregate amount beneficially owned by each reporting person

600,502 (Item 5)

- 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)
- Percent of class represented by amount in row (11)

7.55%

14 Type of reporting person (SEE INSTRUCTIONS)

IA

#### CUSIP No. 486026107 Names of reporting persons 1 I.R.S. identification nos. of above persons (entities only) GAMCO Asset Management Inc. I.D. No. 13-4044521 2 Check the appropriate box if a member of a group (SEE INSTRUCTIONS) (a) (b) 3 Sec use only 4 Source of funds (SEE INSTRUCTIONS) 00-Funds of investment advisory clients 5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e) 6 Citizenship or place of organization New York Number Of : 7 Sole voting power Shares 1,086,230 (Item 5) Beneficially : 8 Shared voting power Owned None By Each :9 Sole dispositive power Reporting 1,101,230 (Item 5) Shared dispositive power Person :10 With None 11 Aggregate amount beneficially owned by each reporting person 1,101,230 (Item 5) 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) 13 Percent of class represented by amount in row (11)

13.85%

Type of reporting person (SEE INSTRUCTIONS)

14

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CUSIP	No. 486026107							
1	Names of reporting I.R.S. identification	nos. of above pers	* ·					
2	MJG Associates, Ir Check the appropri INSTRUCTIONS)		I.D. No. 06-1304269 er of a group (SEE	(a)				
	(b)							
3	Sec use only							
4	Source of funds (SEE INSTRUCTIONS) 00-Client Funds							
5	Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)							
6	Citizenship or place of organization Connecticut							
	Number Of	: 7	Sole voting power					
	Shares	:	100,000 (Item 5)					
	Beneficially	: 8	Shared voting power					
	Owned	:	None					
	By Each	: 9	Sole dispositive power					
	Reporting	:	100,000 (Item 5)					
	Person	:10	Shared dispositive power					
	With	: :	None					
11	Aggregate amount	: Aggregate amount beneficially owned by each reporting person						
	100,000 (Item 5)							
12	Check box if the ag (SEE INSTRUCT)		row (11) excludes certain shares					

13

1.26%

Percent of class represented by amount in row (11)

Type of reporting person (SEE INSTRUCTIONS)
CO

CUSIP No	o. 486026107						
1	Names of reporting	g persons					
	I.R.S. identification	n nos. of above pers	sons (entities only)				
	Teton Advisors, Inc. I.D.						
	No. 13-4008049						
2	Check the appropriate box if a member of a group (SEE						
	INSTRUCTIONS)		8	(a)			
	11 (2110010)			(11)			
	(b)						
	(6)						
3	Sec use only						
3	See use only						
4	Source of funds (SEE INSTRUCTIONS)						
7	00 – Funds of investment advisory clients						
	00 – Funus of investment advisory cheffs						
5	Check have if disalogues of local proceedings is required pursuant to items 2 (4) as 2 (5)						
3	Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)						
6	Citizenskin on place of encopiaction						
U	Citizenship or place of organization						
	Delaware						
	Manual an Of	. 7	C-1				
	Number Of	: 7	Sole voting power				
	C1	:	02 000 (1/2 5)				
	Shares	:	93,000 (Item 5)				
	D C' 11	:	Chandrad's a series				
	Beneficially	: 8	Shared voting power				
	01	:	Name				
	Owned	:	None				
	D E1-	:	C-1- 1''d'				
	By Each	: 9	Sole dispositive power				
	D	:	02 000 (1 5)				
	Reporting	:	93,000 (Item 5)				
	D	:	C1 1 1' '.'				
	Person	:10	Shared dispositive power				
	XX 71.1	:	N				
	With	:	None				
		:					
11	Aggregate amount beneficially owned by each reporting person						
	02 000 (T) 5)						
	93,000 (Item 5)						
12	Check box if the aggregate amount in row (11) excludes certain shares						
	(SEE INSTRUCTIONS)						
4.0							
13	Percent of class represented by amount in row (11)						
	1 17%						

Type of reporting person (SEE INSTRUCTIONS)
IA, CO

#### CUSIP No. 486026107

Names of reporting persons 1

> I.R.S. identification nos. of above persons (entities only) GGCP, Inc.

I.D. No. 13-3056041

(a)

2 Check the appropriate box if a member of a group (SEE

**INSTRUCTIONS**)

(b)

- 3 Sec use only
- 4 Source of funds (SEE INSTRUCTIONS) None
- 5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)
- 6 Citizenship or place of organization

New York

Number Of : 7 Sole voting power

Shares None

Beneficially : 8 Shared voting power

Owned None

By Each : 9 Sole dispositive power

Reporting None

Person Shared dispositive power :10

With None

11 Aggregate amount beneficially owned by each reporting person

None