

FINISH LINE INC /IN/  
Form 8-K  
February 13, 2013

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

February 11, 2013

The Finish Line, Inc.

(Exact name of registrant as specified in its charter)

Indiana

0-20184

35-1537210

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

3308 North Mitthoeffer Road, Indianapolis,  
Indiana

46235

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

317-899-1022

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



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**Item 5.05 Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics.**

The Company amended its Code of Ethics, effective February 11, 2013. The Code of Ethics applies to all directors and employees of the Company, including its CEO, CFO, Chief Accounting Officer, and Corporate Controller. The amendments primarily addressed the Vendor Gifts, Events, and Hospitality and Interests in Other Businesses and Organizations provisions.

The amended Code of Ethics is attached to this Form 8-K as Exhibit 99.1 and is also available on the Investor Relations portal of the Company's website at [www.finishline.com](http://www.finishline.com).

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Amended Code of Ethics, effective February 11, 2013

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Finish Line, Inc.

*February 13, 2013*

By: *Edward W. Wilhelm*

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*Name: Edward W. Wilhelm*

*Title: Executive Vice President, Chief Financial Officer*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Amended Code of Ethics, effective February 11, 2013