FINISH LINE INC /IN/

Form 4

March 29, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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Number:

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Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * COHEN GARY D

2. Issuer Name and Ticker or Trading

Issuer

Symbol

FINISH LINE INC /IN/ [FINL]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First) (Middle) 3. Date of Earliest Transaction

3308 N. MITTHOEFFER ROAD

(Street)

(Month/Day/Year) 03/28/2005

Director 10% Owner _X__ Officer (give title Other (specify

below)

Executive Vice President

4. If Amendment, Date 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

INDIANAPOLIS, IN 46235

| (City) | (State) | (Zip) Tab | le I - Non- | Derivative | e Secu | rities Acqu | ired, Disposed of | , or Beneficial | ly Owned |
|--------------------------------------|---|---|--|--------------------------------|------------------------------|--------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securion(A) or D (Instr. 3, | ispose 4 and (A) or | ed of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Class A Common Stock | 03/28/2005 | | M | 7,000 | A | \$ 5.65 | 20,607.5216 | D | |
| Class A Common Stock | 03/28/2005 | | S | 5,000 | D | \$ 21.75 | 15,607.5216 | D | |
| Class A Common Stock | 03/28/2005 | | S | 2,000 | D | \$ 21.9 | 13,607.5216 | D | |
| Class A Common | 03/28/2005 | | M | 2,750 | A | \$ 7.0625 | 16,357.5216 | D | |

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Stock

Class A

S Common 03/28/2005 2,750 D \$ 22 13,607.5216 D

Stock

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactic Code (Instr. 8) | Transaction Derivative Code Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|--|--|-------|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to buy) | \$ 0.5 | | | | | | 02/07/2006 | 02/07/2012 | Class A Common Stock | 18,000 |
| Stock Options (Right to buy) | \$ 3.995 | | | | | | 04/26/2002 | 04/26/2011 | Class A Common Stock | 14,000 |
| Stock Options (Right to buy) | \$ 5.65 | 03/28/2005 | | M | | 7,000 | 02/04/2004 | 02/04/2013 | Class A Common Stock | 7,000 |
| Stock Options (Right to buy) | \$ 7.0625 | 03/28/2005 | | M | | 2,750 | 02/04/1999 | 02/04/2008 | Class A Common Stock | 2,750 |
| Stock Options (Right to buy) | \$ 8.155 | | | | | | 02/07/2003 | 02/07/2012 | Class A Common Stock | 30,000 |
| Stock | \$ 17.625 | | | | | | 03/04/2005 | 03/04/2014 | Class A | \$ |

Options (Right to buy)

Common 35,000

Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COHEN GARY D Executive 3308 N. MITTHOEFFER ROAD Vice INDIANAPOLIS, IN 46235 President

Signatures

/s/ Steve Schneider, attorney-in-fact 03/29/2005

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).