COHEN GARY D

Form 4 March 31, 2005

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287

**OMB APPROVAL** 

Number: January 31, Expires:

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response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * COHEN GARY D |           |          | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>FINISH LINE INC /IN/ [FINL] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |
|--|-----------|----------|--|--|--|--|
| (Last) (First) (Middle)                                |           | (Middle) | 3. Date of Earliest Transaction  | ( and approximately  |  |  |
| 3308 N. MITTE  | HOEFFER I | ROAD     | (Month/Day/Year)<br>03/30/2005   | Director 10% OwnerX Officer (give title Other (specify below)  Executive Vice President              |  |  |
|  | (Street)  |          | 4. If Amendment, Date Original   | 6. Individual or Joint/Group Filing(Check  |  |  |
| INDIANAPOLIS, IN 46235                                 |           |          | Filed(Month/Day/Year)  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |

| (City)                               | (State)                                 | (Zip) Tabl  | le I - Non-I                           | Derivative                      | Secur                        | rities Acq  | uired, Disposed of   | f, or Beneficiall  | ly Owned  |
|--------------------------------------|---|---|--|---------------------------------|------------------------------|-------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securi or(A) or D (Instr. 3, | ispose<br>4 and<br>(A)<br>or | d of (D)    | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Class A<br>Common<br>Stock           | 03/30/2005                              |   | M                                      | 9,000                           | A                            | \$<br>8.155 | 22,607.5216  | D  |   |
| Class A<br>Common<br>Stock           | 03/30/2005                              |   | S                                      | 9,000                           | D                            | \$ 23       | 13,607.5216  | D  |   |

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

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of Derivation Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | /e Expiration Da<br>(Month/Day/ | 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<br>Exercisable             | Expiration<br>Date                                       | Title                      | Amount<br>or<br>Number<br>of Shares                           |  |
| Stock Options (Right to buy)                        | \$ 0.5  |   |   |  |   | 02/07/2006                      | 02/07/2012   | Class A<br>Common<br>Stock | 18,000  |  |
| Stock Options (Right to buy)                        | \$ 3.995  |   |   |  |   | 04/26/2002                      | 04/26/2011   | Class A<br>Common<br>Stock | 14,000  |  |
| Stock Options (Right to buy)                        | \$ 5.65   |   |   |  |   | 02/04/2004                      | 02/04/2013   | Class A<br>Common<br>Stock | 24,500  |  |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 8.155  | 03/30/2005                              |   | M                                      | 9,00  | 0 02/07/2003                    | 02/07/2012   | Class A<br>Common<br>Stock | 9,000   |  |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 17.625   |   |   |  |   | 03/04/2005                      | 03/04/2014   | Class A<br>Common<br>Stock | \$<br>35,000  |  |

## **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 |       |  |  |  |  |

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## **Signatures**

/s/ Steve Schneider, attorney-in-fact 03/31/2005

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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