LYON GLENN S Form 4 April 18, 2012

### 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** 

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).

(Last)

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person \* LYON GLENN S

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

FINISH LINE INC /IN/ [FINL]

(Check all applicable)

10% Owner

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(First) 3308 N. MITTHOEFFER ROAD 3. Date of Earliest Transaction

(Month/Day/Year)

X Director X\_ Officer (give title Other (specify

04/16/2012

below) CEO, Chairman of the Board

(Street) 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) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

(Instr. 4)

Reported Transaction(s)

(A) Code V Amount (D) Price

(Instr. 3 and 4)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

(Instr. 4)

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Dispos	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	7 (A	)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Options (Right to Buy)	\$ 20.87	04/16/2012		A	131,6	568		04/02/2013	04/02/2022	Class A Common Stock	131,66
Class B Common Stock	\$ 0	04/16/2012		A	36,1	88		04/02/2015	<u>(1)</u>	Class A Common Stock	36,18
Class B Common Stock	\$ 0	04/16/2012		A	24,1	26		04/02/2015	(2)	Class A Common Stock	24,12

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
LYON GLENN S								
3308 N. MITTHOEFFER ROAD	X		CEO, Chairman of the Board					
INDIANAPOLIS, IN 46235								

# **Signatures**

/s/ Christopher C. Eck, attorney-in-fact 04/18/2012

\*\*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).
- This award of Class B Common Stock is subject to the achievement of specified performance criteria which will not be measured until 1). 4/2/2015. Depending upon the level of achievement of the performance criteria, the actual number of shares that will yest may differ from
- (1) 4/2/2015. Depending upon the level of achievement of the performance criteria, the actual number of shares that will vest may differ from this amount.
- (2) This award of Class B Common Stock will vest on 4/2/2015.

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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