

FAIRFIELD BILL L
Form 4
March 19, 2010

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FAIRFIELD BILL L

2. Issuer Name and Ticker or Trading Symbol
BUCKLE INC [BKE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2407 W 24TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/18/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

KEARNEY, NE 68845

(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	03/18/2010		M		3	A	\$ 7.4567 27,335.86
Common Stock	03/18/2010		M		3	A	\$ 10.2078 27,338.86
Common Stock	03/18/2010		M		256	A	\$ 18.7967 27,594.86
Common Stock	03/18/2010		M		7	A	\$ 24.23 27,601.86

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

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SEC 1474 (9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P Der Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Purchase)	\$ 7.4567 ⁽¹⁾	03/18/2010		M	3 ⁽²⁾	⁽³⁾	01/30/2015	Common Stock	3 ⁽²⁾
Stock Option (Right to Purchase)	\$ 10.2078 ⁽⁴⁾	03/18/2010		M	3 ⁽⁵⁾	⁽⁶⁾	01/29/2016	Common Stock	3 ⁽⁵⁾
Stock Option (Right to Purchase)	\$ 18.7967 ⁽⁷⁾	03/18/2010		M	256 ⁽⁸⁾	⁽⁹⁾	02/04/2017	Common Stock	256 ⁽⁸⁾
Stock Option (Right to Purchase)	\$ 24.23 ⁽¹⁰⁾	03/18/2010		M	7 ⁽¹¹⁾	⁽¹²⁾	02/03/2018	Common Stock	7 ⁽¹¹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAIRFIELD BILL L 2407 W 24TH STREET KEARNEY, NE 68845	X			

Signatures

Karen B. Rhoads by Power of
Attorney

03/19/2010

 **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).
- (1) Exercise price was originally reported as \$28.28. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/2009.
- (2) Number of stock options granted was originally reported as 3,000. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/09.
- (3) Exercisable in 25 percent increments on 1/30/2005, 1/30/2006, 1/30/2007, and 1/30/2008.
- (4) Exercise price was originally reported as \$34.47. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/2009.
- (5) Number of stock options granted was originally reported as 3,000. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/09.
- (6) Exercisable in 25 percent increments on 1/29/2006, 1/29/2007, 1/29/2008, and 1/29/2009.
- (7) Exercise price was originally reported as \$33.87. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/2009.
- (8) Number of stock options granted was originally reported as 4,500. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/09.
- (9) Exercisable in 25 percent increments on 2/4/2007, 2/4/2008, 2/4/2009, and 2/4/2010.
- (10) Exercise price was originally reported as \$42.02. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/2009.
- (11) Number of stock options granted was originally reported as 4,500. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, and payment of special cash dividend on 10/27/09.
- (12) Exercisable in 25 percent increments on 2/3/2008, 2/3/2009, 2/3/2010, and 2/3/2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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