

Higgins David A.
Form 3
July 20, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Higgins David A.		(Month/Day/Year)	FINISH LINE INC /IN/ [FINL]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
3308 N. MITTHOEFFER ROAD			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	6. Individual or Joint/Group Filing(Check Applicable Line)
			<input checked="" type="checkbox"/> Officer	<input checked="" type="checkbox"/> Form filed by One Reporting Person
INDIANAPOLIS,Â INÂ 46235			(give title below)	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	VP, Corporate Controller	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	8,880	D	Â
Class A Common Stock	2,386	I	By Employee Stock Purchase Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (1)	06/12/2022	Class A Common Stock	643	\$ 19.72	D	Â
Stock Option (Right to Buy)	Â (2)	04/01/2023	Class A Common Stock	1,404	\$ 19.4	D	Â
Stock Option (Right to Buy)	Â (3)	11/12/2023	Class A Common Stock	1,388	\$ 24.83	D	Â
Stock Option (Right to Buy)	Â (4)	04/01/2024	Class A Common Stock	2,318	\$ 27.255	D	Â
Stock Option (Right to Buy)	Â (5)	03/30/2025	Class A Common Stock	3,104	\$ 24.44	D	Â
Stock Option (Right to Buy)	Â (6)	03/28/2026	Class A Common Stock	6,661	\$ 20.475	D	Â
Performance-Based Restricted Stock	Â (7)	03/27/2020	Class A Common Stock	1,079	\$ (7)	D	Â
Dividend Equivalent Rights	Â (8)	Â (8)	Class A Common Stock	8	\$ (8)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Higgins David A. 3308 N. MITTHOEFFER ROAD INDIANAPOLIS, IN 46235	Â	Â	Â VP, Corporate Controller	Â

Signatures

/s/ Christopher C. Eck, as attorney-in-fact for David A. Higgins

07/20/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The options vested over 4 years on the anniversary of the 6/12/2012 date of grant on a schedule of 10%, 20%, 30% and 40% on the respective succeeding anniversaries, with the total option grant vesting fully on 6/12/2016.
- (2) The options vested over 4 years on the anniversary of the 4/1/2013 date of grant on a schedule of 10%, 20%, 30% and 40% on the respective succeeding anniversaries, with the total option grant vesting fully on 4/1/2017.
- (3) The options vest over 4 years on the anniversary of the 11/12/2013 date of grant on a schedule of 10%, 20%, 30% and 40% on the respective succeeding anniversaries, with the total option grant vesting fully on 11/12/2017.
- (4) The options vest over 4 years on the anniversary of the 4/1/2014 date of grant on a schedule of 10%, 20%, 30% and 40% on the respective succeeding anniversaries, with the total option grant vesting fully on 4/1/2018.
- (5) The options vest over 4 years on the anniversary of the 3/30/2015 date of grant on a schedule of 10%, 20%, 30% and 40% on the respective succeeding anniversaries, with the total option grant vesting fully on 3/30/2019.
- (6) The options vest over 4 years on the anniversary of the 3/28/2016 date of grant on a schedule of 10%, 20%, 30% and 40% on the respective succeeding anniversaries, with the total option grant vesting fully on 3/28/2020.

Each share of performance-based restricted stock represents a contingent right to receive one share of Class A Common Stock. The shares of performance-based restricted stock vest upon achieving certain performance goals relating to (i) the compound annual growth rate of

- (7) The Finish Line, Inc.'s earnings per share, and (ii) consolidated enterprise sales growth, measured over a performance period including fiscal years 2018, 2019 and 2020. Dividend equivalent rights accrue with respect to these shares of performance-based restricted stock when and as dividends are paid on Class A Common Stock.

The reported dividend equivalent rights accrued on the reporting person's performance-based restricted stock and will become vested

- (8) proportionately with the performance-based restricted stock to which they relate. Each dividend equivalent right is the economic equivalent of one share of Class A Common Stock.

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Remarks:

Exhibit 24 - Power of Attorney

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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