BINDLEY WILLIAM E

Form 4

March 18, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

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Check this box

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading BINDLEY WILLIAM E Issuer Symbol SHOE CARNIVAL INC [SCVL] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X_ Director 10% Owner Other (specify Officer (give title 7500 E. COLUMBIA STREET 03/16/2010 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **EVANSVILLE, IN 47715** Person (City) (State) (Zip)

(City)	(State) (2	Zip) Table	e I - Non-D	erivative Securities	Acquired, Disposed o	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date		3.	4. Securities Acquir		6. Ownership	7. Nature of
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	Code	on(A) or Disposed of (D)	f Securities Beneficially	Form: Direct (D) or	Indirect Beneficial
(IIIsu: 3)		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(A)	Reported Transaction(s)		
				or	(Instr. 3 and 4)		
Common			Code V	Amount (D) Pr	rice		
Common Stock	03/16/2010		M	1,000 A 9.2	25 5,678	D	

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

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

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1. Title of Derivative Security (Instr. 3)	ve	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlyin	7. Title and Amour Underlying Securit (Instr. 3 and 4)	
					Code V	' (A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share

M

Common

Stock

1,0

1,000 10/01/2000 03/31/2010

Reporting Owners

\$ 9.25

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

03/16/2010

DINIDI EV WILLIAM E

BINDLEY WILLIAM E
7500 E. COLUMBIA STREET X
EVANSVILLE, IN 47715

Signatures

Non-Qualified

Stock Option

(right to buy)

By: W. Kerry Jackson For: William E.
Bindley
03/18/2010

**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).

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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