

HINES MICHAEL F
 Form 4
 October 12, 2004

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 HINES MICHAEL F

2. Issuer Name and Ticker or Trading Symbol
 DICKS SPORTING GOODS INC
 [DKS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 10/06/2004

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Exec. Vice Pres. & CFO

300 INDUSTRY DRIVE, RIDC
 PARK WEST

(Street)

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

PITTSBURGH, PA 15275

(City) (State) (Zip)

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 (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$.01 per share | 10/06/2004 | | M | | 70,000 | A | \$ 2.16 |
| | | | | | 263,797 ⁽¹⁾ | D | |
| Common Stock, par value \$.01 per share | 10/06/2004 | | S | | 1,500 | D | \$ 35.5 |
| | | | | | 262,297 | D | |
| Common Stock, par value \$.01 | 10/06/2004 | | S | | 1,000 | D | \$ 35.51 |
| | | | | | 261,297 | D | |

Edgar Filing: HINES MICHAEL F - Form 4

| | | | | | | | |
|---|------------|---|-------|---|----------|---------|---|
| per share | | | | | | | |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,400 | D | \$ 35.52 | 259,897 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 7,400 | D | \$ 35.53 | 252,497 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,200 | D | \$ 35.54 | 251,297 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,000 | D | \$ 35.55 | 250,297 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 4,800 | D | \$ 35.56 | 245,497 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,600 | D | \$ 35.57 | 243,897 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,200 | D | \$ 35.58 | 242,697 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 800 | D | \$ 35.59 | 241,897 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 2,800 | D | \$ 35.6 | 239,097 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,000 | D | \$ 35.61 | 238,097 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 2,000 | D | \$ 35.62 | 236,097 | D |

Edgar Filing: HINES MICHAEL F - Form 4

| | | | | | | | |
|---|------------|---|--------|---|----------|---------|---|
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,200 | D | \$ 35.63 | 234,897 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,400 | D | \$ 35.64 | 233,497 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,500 | D | \$ 35.65 | 231,997 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,700 | D | \$ 35.66 | 230,297 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 400 | D | \$ 35.67 | 229,897 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 600 | D | \$ 35.68 | 229,297 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 200 | D | \$ 35.69 | 229,097 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 20,300 | D | \$ 35.7 | 208,797 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 6,800 | D | \$ 35.71 | 201,997 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 1,600 | D | \$ 35.72 | 200,397 | D |
| Common Stock, par value \$.01 per share | 10/06/2004 | S | 2,100 | D | \$ 35.73 | 198,297 | D |
| | 10/06/2004 | S | 600 | D | | 197,697 | D |

Edgar Filing: HINES MICHAEL F - Form 4

| | | | | | | | | |
|---|------------|--|---|-------|-------|-------|------------------------|---|
| Common Stock, par value \$.01 per share | | | | | \$ | | | |
| | | | | | 35.74 | | | |
| Common Stock, par value \$.01 per share | 10/06/2004 | | S | 1,400 | D | \$ | 196,297 | D |
| | | | | | | 35.75 | | |
| Common Stock, par value \$.01 per share | 10/06/2004 | | S | 100 | D | \$ | 196,197 | D |
| | | | | | | 35.76 | | |
| Common Stock, par value \$.01 per share | 10/06/2004 | | S | 400 | D | \$ | 195,797 | D |
| | | | | | | 35.77 | | |
| Common Stock, par value \$.01 per share | 10/06/2004 | | S | 100 | D | \$ | 195,697 ⁽²⁾ | D |
| | | | | | | 35.79 | | |

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)

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 2.16 | 10/06/2004 | | M | 70,000 | 01/28/2003 | 01/28/2009 | Common Stock, par value \$.01 per share | 70,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HINES MICHAEL F 300 INDUSTRY DRIVE RIDC PARK WEST PITTSBURGH, PA 15275 | | | Exec. Vice Pres. & CFO | |

Signatures

/s/ Michael F.

Hines

10/12/2004

**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) Includes 1,027 shares acquired under the Dick's Sporting Goods, Inc. Employee Stock Purchase Plan in June 2004.

This Form 4 filing represents the first part of one transaction. Due to the incremental number of line items being reported, the transaction

- (2) is being filed in two separate parts, because the Securities and Exchange Commission's standard form can only accommodate 30 line items per form.

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.