

BUCKLE INC
Form 4
February 22, 2007

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 *
SHADA JAMES E

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

KEARNEY, NE 68845

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/20/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

EXECUTIVE VP SALES

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 02/20/2007 | | M | | 11,894 | A | \$ 11.8956 |
| Common Stock | 02/20/2007 | | M | | 13,106 | A | \$ 12.8956 |
| Common Stock | 02/20/2007 | | S | | 5,000 | D | \$ 36.5056 |
| Common Stock | 02/20/2007 | | S | | 5,000 | D | \$ 36.501 |
| Common Stock | 02/20/2007 | | S | | 5,000 | D | \$ 36.2676 |

Edgar Filing: BUCKLE INC - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|------------|---------|---|
| Common Stock | 02/20/2007 | S | 5,000 | D | \$ 36.2584 | 107,677 | D |
| Common Stock | 02/20/2007 | S | 5,000 | D | \$ 36.052 | 102,677 | D |

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (Right to Purchase) | \$ 11.8956 (1) | 02/20/2007 | | M | 11,894 (2) | (3) 12/26/2007(4) | Common Stock | 11,984 (2) |
| Stock Option (Right to Purchase) | \$ 12.8956 (5) | 02/20/2007 | | M | 13,106 (6) | (7) 01/30/2008 | Common Stock | 13,106 (6) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SHADA JAMES E 2407 W 24TH STREET KEARNEY, NE 68845 | X | | EXECUTIVE VP SALES | |

Signatures

Karen B. Rhoads by Power of Attorney
02/22/2007

**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 \$31.25. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect 3/2 stock split on 6/8/1998, payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.

(2) Number of stock options granted was originally reported as 27,500. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect 3/2 stock split on 6/8/1998, payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.

(3) Date exercisable was originally incorrectly reported as 100 percent exercisable on 12/25/2002. It should have instead been reported as 100 percent exercisable on 12/26/2002.

(4) Expiration date was originally incorrectly reported as 12/25/2007. It should have instead been reported as 12/26/2007.

(5) Exercise price was originally reported as \$33.50. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect 3/2 stock split on 6/8/1998, payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.

(6) Number of stock options granted was originally reported as 23,100. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect 3/2 stock split on 6/8/1998, payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.

(7) Exercisable upon certification goals were met: 1/3 immediately, 1/3 on 1/29/2000 and 1/3 on 2/3/2001.

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.