

DICKS SPORTING GOODS INC

Form 4

March 19, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
NEWLIN WILLIAM R

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)
300 INDUSTRY DRIVE, RIDC
PARK WEST

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2007

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Exec. VP/Chief Admin. Officer

(Street)
PITTSBURGH, PA 15275

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

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock, par value \$0.01 per share	03/16/2007		M		11,500	A	\$ 25.25	14,090 <u>(1)</u>	D
Common Stock, par value \$0.01 per share	03/16/2007		M		12,500	A	\$ 35.95	26,590	D
Common Stock, par value \$0.01	03/16/2007		S		4,600	D	\$ 54.81	21,990	D

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per share

Common

Stock, par
value \$0.01

03/16/2007

S

7,700

D

\$ 54.8

14,290

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

300

D

\$
54.79

13,990

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

1,700

D

\$
54.78

12,290

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

1,300

D

\$
54.77

10,990

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

1,200

D

\$
54.76

9,790

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

300

D

\$
54.75

9,490

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

900

D

\$
54.74

8,590

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

400

D

\$
54.73

8,190

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

3,500

D

\$
54.72

4,690

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

600

D

\$
54.71

4,090

D

per share

Common

Stock, par
value \$0.01

03/16/2007

S

200

D

\$ 54.7

3,890

D

per share

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Common Stock, par value \$0.01 per share	03/16/2007	S	100	D	\$ 54.69	3,790	D	
Common Stock, par value \$0.01 per share	03/16/2007	S	1,200	D	\$ 54.66	2,590	D	
Common Stock, par value \$0.01 per share						3,040 ⁽²⁾	I	by spouse

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

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(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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 25.25	03/16/2007		M	11,500	⁽³⁾ 01/21/2014	Common Stock, par value \$0.01 per share	11,500
Stock Option (Right to Buy)	\$ 35.95	03/16/2007		M	12,500	⁽⁴⁾ 03/02/2015	Common Stock, par value \$0.01 per share	12,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director	10% Owner	Officer	Other
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NEWLIN WILLIAM R
300 INDUSTRY DRIVE
RIDC PARK WEST
PITTSBURGH, PA 15275

Exec.
VP/Chief
Admin.
Officer

Signatures

/s/ William R.

Newlin

03/19/2007

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) This amount includes 2,490 shares acquired under the Dick's Sporting Goods, Inc. Employee Stock Purchase Plan through the date of this filing.
These shares are owned by the reporting person's wife; the reporting person disclaims beneficial ownership of these shares, and the
- (2) inclusion of such shares shall not be an admission that the reporting person is the beneficial owner for purposes of Section 16 under the 1934 Exchange Act, as amended.
- (3) Vests 25% per year over four years, and is currently 75% vested.
- (4) Vests 25% per year over four years, and is currently 50% vested.

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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