**BUCKLE INC** Form 4

November 22, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** OMB

Number:

3235-0287 January 31,

2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. See Instruction 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SHADA JAMES E			2. Issuer Name <b>and</b> Ticker or Trading Symbol BUCKLE INC [BKE]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Sheen air applicable)		
2407 W 24T	H STREET		(Month/Day/Year) 11/21/2006	X Director 10% Owner X Officer (give title Other (specify below) EXECUTIVE VP SALES		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
KEARNEY,	NE 68845		Filed(Month/Day/Year)	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)		sed of 4 and (A) or		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)
Common Stock	11/21/2006		M	8,400	A	\$ 20.5	65,518	D	
Common Stock	11/21/2006		S	5,000	D	\$ 44.8078	60,518	D	
Common Stock	11/21/2006		S	3,400	D	\$ 44.8026	57,118	D	
Common Stock	11/21/2006		<u>J(5)</u>	450 (5)	D (5)	<u>(5)</u>	0	I	by Dependent 2
Common Stock	11/21/2006		J <u>(5)</u>	450 (5)	D (5)	<u>(5)</u>	0	I	by Dependent

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3 by Common  $J_{\underline{(5)}} \qquad 150 \, \underline{(5)} \quad \underline{(5)} \qquad \underline{(5)}$ 0 11/21/2006 Ι Dependent Stock Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount of 4. Derivative Transaction of Derivative Expiration Date **Underlying Securities** Conversion (Month/Day/Year) Execution Date, if (Month/Day/Year) Security or Exercise Code Securities (Instr. 3 and 4) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired Derivative (A) or Security Disposed of (D) (Instr. 3, 4, and 5) Amount orDate **Expiration Date** Title Number Exercisable of Code V (A) (D) Shares Stock Option 8,400 8,400 Common (3) 12/23/2007(4) \$ 20.5 (1) 11/21/2006 M (2) Stock (2) (Right to Purchase)

## **Reporting Owners**

Reporting Owner Name / Address			Relationships			
Topolonia o milo i milo pirantesso	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

\*\*Signature of Reporting Person Date

Reporting Owners 2

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#### **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 \$30.75, but has subsequently been adjusted to reflect 3/2 stock split on 6/8/1998.
- (2) Number of stock options granted was originally reported as 40,000, but has subsequently been adjusted to reflect 3/2 stock split on 6/8/1998.
- (3) Date exercisable was originally incorrectly reported as 100 percent exercisable on 12/22/2002. It should have instead been reported as 100 percent exercisable on 12/23/2002.
- (4) Expiration date was originally incorrectly reported as 12/22/2007. It should have instead been reported as 12/23/2007.
- (5) Reporting person is no longer deemed to have indirect beneficial ownership of these shares. Dependent is no longer a minor or dependent and does not share the same household as reporting person.

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.