

SMITH KARI G
Form 4
October 12, 2011

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH KARI G

(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)

10/11/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP SALES

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	10/11/2011		M	1,119 A	\$ 0.01 34,831	D	
Common Stock	10/11/2011		M	48,881 A	\$ 3.8422 83,712	D	
Common Stock	10/11/2011		S	50,000 D	\$ 44.8377 33,712	D	
Common Stock					113,332	I	By Trust

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 Purchase)	\$ 0.01 ⁽¹⁾	10/11/2011		M	1,119 ⁽²⁾	⁽³⁾ 02/01/2013	Common Stock 1,119 ⁽²⁾
Stock Option (Right to Purchase)	\$ 3.8422 ⁽⁴⁾	10/11/2011		M	48,881 ⁽⁵⁾	⁽⁶⁾ 01/31/2014	Common Stock 48,881 ⁽⁵⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH KARI G 2407 W 24TH STREET KEARNEY, NE 68845			VP SALES	

Signatures

Karen B. Rhoads by Power of Attorney 10/12/2011

__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).

Exercise price was originally reported as \$16.60. Exercise price has been adjusted in accordance with the terms of the stock option plan to

(1) reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, payment of special cash dividend on 10/27/2009, and payment of special cash dividend on 12/21/2010.

(2)

Edgar Filing: SMITH KARI G - Form 4

Number of stock options granted was originally reported as 25,200. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, payment of special cash dividend on 10/27/09, and payment of special cash dividend on 12/21/2010.

- (3) Stock options became exercisable 100 percent on 4/1/2005.

Exercise price was originally reported as \$25.75. Exercise price has been adjusted in accordance with the terms of the stock option plan to

- (4) reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, payment of special cash dividend on 10/27/2009, and payment of special cash dividend on 12/21/2010.

Number of stock options granted was originally reported as 25,200. Number of stock options outstanding has been adjusted in accordance

- (5) with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007, 3/2 stock split on 1/12/2007, payment of special cash dividend on 10/27/2008, 3/2 stock split on 10/30/2008, payment of special cash dividend on 10/27/09, and payment of special cash dividend on 12/21/2010.

- (6) Exercisable upon certification of goals being met - 1/3 immediately, 1/3 on 1/28/2006, and 1/3 on 12/13/2006.

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.