

KULLMAN TIMOTHY E
Form 4
March 26, 2013

FORM 4

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

OMB APPROVAL

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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 *
KULLMAN TIMOTHY E

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)
345 COURT STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/22/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Finance, Admin & CFO

CORAOPOLIS, PA 15108

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

(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	03/22/2013		M		12,162	A	\$ 40 53,505
Common Stock, Par Value \$0.01 per share	03/22/2013		M		9,375	A	\$ 26.03 62,880
Common Stock, Par Value	03/22/2013		S		21,537	D	\$ 48.2333 41,343

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Value					(1)		
\$0.01 per share							
Common Stock, Par Value	03/22/2013	M	50,000	A	\$ 29.32	91,343	D
\$0.01 per share							
Common Stock, Par Value	03/22/2013	M	100,000	A	\$ 29.32	191,343	D
\$0.01 per share							
Common Stock, Par Value	03/22/2013	S	150,000	D	\$ 48	41,343	D
\$0.01 per share							

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (right-to-buy)	\$ 40	03/22/2013		M	12,162	03/15/2013 ⁽²⁾	03/15/2018	Common Stock, Par Value \$0.01
Stock Option (right-to-buy)	\$ 26.03	03/22/2013		M	9,375	03/16/2013 ⁽³⁾	03/16/2017	Common Stock, Par Value \$0.01
Stock Option (right-to-buy)	\$ 29.32	03/22/2013		M	50,000	04/09/2011	04/09/2017	Common Stock,

							Par Value \$0.01
Stock Option (right-to-buy)	\$ 29.32	03/22/2013		M	100,000	04/09/2011 ⁽⁴⁾	04/09/2017
							Common Stock, Par Value \$0.01

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KULLMAN TIMOTHY E 345 COURT STREET CORAOPOLIS, PA 15108			EVP, Finance, Admin & CFO	

Signatures

/s/ Timothy
Kullman

03/25/2013

**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).

Represents the weighted average of multiple sale transactions ranging in price from \$48.20 to \$48.2725. The reporting person agrees to

- (1) provide full information regarding the number of shares sold at each separate price upon request by the SEC staff, the Company or a security holder of the Company.
- (2) Total option grant exercisable for 24,324 vests in four equal installments on 3/15/12, 3/15/13, 3/15/14 and 3/15/15
- (3) Total option grant exercisable for 37,500 vests in four equal installments on 3/16/11, 3/16/12, 3/16/13 and 3/16/14
- (4) Total option grant exercisable for 100,000 vested in four equal installments on 4/9/08, 4/9/09, 4/9/10 and 4/9/11

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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