

FINISH LINE INC /IN/
Form 3
March 13, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 | | | 2. Date of Event Requiring Statement | | 3. Issuer Name and Ticker or Trading Symbol | |
| * GENESCO INC | | | (Month/Day/Year) | | FINISH LINE INC /IN/ [FINL] | |
| (Last) | (First) | (Middle) | 03/07/2008 | | 4. Relationship of Reporting Person(s) to Issuer | |
| 1415 MURFREESBORO ROAD | | | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| (Street) | | | | | (Check all applicable) | |
| NASHVILLE, TN 37217-2895 | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | | | <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-------------------------------------|---|--|---|
| Class A Common Stock ⁽¹⁾ | 6,518,971 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

Shares (I)
(Instr. 5)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GENESCO INC 1415 MURFREESBORO ROAD NASHVILLE, TN 37217-2895 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Roger G. Sisson, Senior Vice President, Secretary and General Counsel, on behalf of Genesco Inc.

03/13/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

On March 3, 2008, Genesco Inc. ("Genesco"), The Finish Line, Inc. ("Finish Line"), Headwind, Inc. and UBS Securities LLC and UBS Loan Finance LLC (collectively, "UBS"), entered into a Settlement Agreement (the "Settlement Agreement") relating to the Agreement and Plan of Merger, dated as of June 17, 2007, by and among Genesco, Finish Line and Headwind, Inc. (the "Merger Agreement").

- (1) Pursuant to the Settlement Agreement, on March 7, 2008, Finish Line issued to Genesco 6,518,971 shares of Finish Line Class A common stock. As required by the Settlement Agreement, Genesco intends to use its reasonable best efforts to distribute the shares to its common shareholders as soon as reasonably practicable following the registration of such shares by Finish Line. Genesco disclaims beneficial ownership of the shares, and this Form 3 shall not be deemed an admission that Genesco is the beneficial owner of the shares, for purposes of Sections 16 or 13(d) of the Securities Exchange Act, as amended (including the rules promulgated pursuant thereto) or for any other purpose.

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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