

DICKS SPORTING GOODS INC

Form 4

November 18, 2016

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 *
Hobart Lauren 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)
345 COURT STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/16/2016

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
EVP & Chief Marketing Officer

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	11/16/2016		M		5,265	A	\$ 40
							57,930
							D
Common Stock, par value \$0.01 per share	11/16/2016		M		3,750	A	\$ 37.77
							61,680
							D
Common Stock, par	11/16/2016		S		9,015	D	\$
							58.4821
							52,665
							D

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value					(1)		
\$0.01 per							
share							
Common							
Stock, par							
value	11/18/2016		M	15,000	A	\$ 37.77	67,665 D
\$0.01 per							
share							
Common							
Stock, par						\$	
value	11/18/2016		S	15,000	D	58.4282	52,665 D
\$0.01 per						(2)	
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 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 Buy)	\$ 40	11/16/2016		M	5,265	03/15/2015 ⁽³⁾ 03/15/2018	Common Stock, par value \$0.01 per share 5,265
Stock Option (Right to Buy)	\$ 37.77	11/16/2016		M	3,750	02/15/2015 ⁽⁴⁾ 02/15/2018	Common Stock, par value \$0.01 per share 3,750
Stock Option (Right to Buy)	\$ 37.77	11/18/2016		M	15,000	02/15/2015 02/15/2018	Common Stock, par value \$0.01 per 15,000

share

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Hobart Lauren R 345 COURT STREET CORAOPOLIS, PA 15108	EVP & Chief Marketing Officer

Signatures

/s/ Lauren R. 11/18/2016
Hobart

__Signature of Date
Reporting Person

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 price of multiple transactions ranging from \$58.4122 to \$58.585. The reporting person undertakes to
 - (1) provide full information regarding the number of shares sold at each separate price upon request by the SEC staff, the Company or any security holder of the Company.
 - Represents the weighted average price of multiple transactions ranging from \$58.401 to \$58.45. The reporting person undertakes to
 - (2) provide full information regarding the number of shares sold at each separate price upon request by the SEC staff, the Company or any security holder of the Company.
 - (3) The option grant representing the right to purchase 10,529 shares of common stock vested in four equal annual installments beginning on March 15, 2012.
 - (4) The option grant representing the right to purchase 15,000 shares of common stock vested in four equal annual installments beginning on February 15, 2015.

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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