

BUCKLE INC
Form 4
May 23, 2005

FORM 4

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

OMB APPROVAL

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

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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 *
NELSON DENNIS H

(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)
05/19/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
PRESIDENT & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/19/2005		M		40,000 A \$ 9.2917	D	
Common Stock	05/19/2005		S		5,000 D \$ 39.2008	D	
Common Stock	05/19/2005		S		5,000 D \$ 39.2512	D	
Common Stock	05/19/2005		S		5,000 D \$ 39.1002	D	
Common Stock	05/19/2005		S		5,000 D \$ 39.151	D	

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Common Stock	05/19/2005	S	5,000	D	\$ 39.2	901,758	D	
Common Stock	05/19/2005	S	5,000	D	\$ 39.2018	896,758	D	
Common Stock	05/19/2005	S	5,000	D	\$ 39.119	891,758	D	
Common Stock	05/19/2005	S	5,000	D	\$ 39.0414	886,758	D	
Common Stock	05/20/2005	M	900	A	\$ 9.2917	887,658	D	
Common Stock	05/20/2005	S	900	D	\$ 39.21	886,758	D	
Common Stock						30,000	I	by Wife
Common Stock						1,100 ⁽¹⁾	I	by Dependent 3
Common Stock						1,454.69 ⁽⁵⁾	I	Held by 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Purchase)	\$ 9.2917 ⁽²⁾	05/19/2005		M	40,000 ⁽³⁾	⁽⁴⁾	02/01/2007	Common Stock	40,000 ⁽³⁾
Stock Option	\$ 9.2917 ⁽²⁾	05/20/2005		M	900 ⁽³⁾	⁽⁴⁾	02/01/2007	Common Stock	900 ⁽³⁾

(Right to
Purchase)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELSON DENNIS H 2407 W 24TH STREET KEARNEY, NE 68845	X		PRESIDENT & CEO	

Signatures

Karen B. Rhoads by Power of
Attorney 05/23/2005

 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).
- (1) The reporting person disclaims beneficial interest in these shares and this report shall not be deemed an admission that the reporting person is the beneficial owner of these shares.
- (2) Option price was originally reported as \$13.9375, but has subsequently been adjusted to reflect 3/2 stock split on 6/8/1998.
- (3) Number of options granted was originally reported as 97,200, but has subsequently been adjusted to reflect 3/2 stock split on 6/8/1998.
- (4) Exercisable upon certification that goals were met 1/3 immediately, 1/3 on 1/30/1999 and 1/3 on 1/29/2000.
- (5) Holdings as of 4/30/2005, as reported by plan administrator.

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.