BUCKLE INC Form 4 May 10, 2006

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per 0.5 response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

| 1. Name and MILKIE B | Symbol | 2. Issuer Name and Ticker or Trading Symbol BUCKLE INC [BKE] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--------------------------------------|---|--|----------------------------|---------------------------------------|----------|--|--|--|---|
| (Last) 2407 W 24 | (First) (| Middle) 3. Date | of Earliest Day/Year) | Transaction | 1 | | DirectorX Officer (give below) | | % Owner |
| KEARNE | (Street) Y, NE 68845 | | nendment, l onth/Day/Ye | Date Origin ear) | al | | 6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person | One Reporting F | Person |
| (City) | (State) | (Zip) Tal | ble I - Non | -Derivativ | e Securi | ties Acqu | ired, Disposed of | f, or Beneficia | ally Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | 4. Securit or Dispos (Instr. 3, | ed of (D | | 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) |

| Security | (Month/Day/Year) | | Transactio | | | ` ' | Securities | Ownership | Indirect |
|-----------------|------------------|-------------------------|------------|--------|-----------|---------------|---------------------------------|---------------------|-------------------------|
| (Instr. 3) | | any (Month/Day/Year) | (Instr. 8) | | | | Beneficially Owned | Form: Direct (D) | Beneficial Ownership |
| | | | | | | | Following Reported | or Indirect (I) | (Instr. 4) |
| | | | | | (A) or | | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| | | | Code V | Amount | (D) | Price | (msu. 3 and 4) | | |
| Common Stock | 05/08/2006 | | M | 200 | A | \$ 22.3333 | 14,191 | D | |
| Common Stock | 05/08/2006 | | S | 200 | D | \$ 42.575 | 13,991 | D | |
| Common Stock | 05/09/2006 | | M | 5,100 | A | \$ 22.3333 | 19,091 | D | |
| Common Stock | 05/09/2006 | | S | 5,100 | D | \$ 42.039 | 13,991 | D | |
| Common | | | | | | | 400 | I | by Dependent |

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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)

D

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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) | \$ 22.3333 (1) | 05/08/2006 | | M | 200 (2) | (3) | 01/30/2008 | Common Stock | 200 (2) |
| Stock Option (Right to Purchase) | \$ 22.3333 (1) | 05/09/2006 | | M | 5,100 (2) | (3) | 01/30/2008 | Common Stock | 5,100 (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|------------|-------|--|--|--|
| • | Director | 10% Owner | Officer | Other | | | |
| MILKIE BRETT P | | | | | | | |
| 2407 W 24TH STREET | | | VP LEASING | | | | |

Signatures

KEARNEY, NE 68845

Karen B. Rhoads by Power of Attorney 05/10/2006

**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) Exercise price was originally reported as \$33.50, but has subsequently been adjusted to reflect 3/2 stock split on 6/8/1998.

Reporting Owners 2

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- (2) Number of options granted was originally reported as 16,800, but has subsequently been adjusted to reflect 3/2 stock split on 6/8/1998.
- (3) Exercisable upon upon certification that goals were met: 1/3 immediately, 1/3 on 1/29/2000 and 1/3 on 2/3/2001.

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.