

DICKS SPORTING GOODS INC  
 Form 4  
 December 04, 2006

**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 \*  
 NEWLIN WILLIAM 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)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/30/2006

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Exec. VP/Chief Admin. Officer

300 INDUSTRY DRIVE, RIDC  
 PARK WEST

(Street)

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

PITTSBURGH, PA 15275

(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	11/30/2006		M		13,000	A	\$ 18.38
Common Stock, par value \$0.01 per share	11/30/2006		S		100	D	\$ 54.03
Common Stock, par value \$0.01	11/30/2006		S		300	D	\$ 54.02

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per share

Common Stock, par value \$0.01 per share  
 11/30/2006 S 12,600 D \$ 54 2,590 D

Common Stock, par value \$0.01 per share  
 12/01/2006 M 12,000 A \$ 18.38 14,590 D

Common Stock, par value \$0.01 per share  
 12/01/2006 S 12,000 D \$ 54 2,590 D

Common Stock, par value \$0.01 per share  
 3,040 I <sup>(2)</sup> by spouse

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.**

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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)	\$ 18.38	11/30/2006		M	13,000	09/22/2006 <sup>(3)</sup> 09/22/2013	Common Stock, par value \$0.01 per share 13,000
Stock Option (Right to Buy)	\$ 18.38	12/01/2006		M	12,000	09/22/2006 <sup>(3)</sup> 09/22/2013	Common Stock, par value \$0.01 per share 12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NEWLIN WILLIAM R 300 INDUSTRY DRIVE RIDC PARK WEST PITTSBURGH, PA 15275			Exec. VP/Chief Admin. Officer	

## Signatures

/s/ William R.  
Newlin 12/04/2006

\*\*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) This amount includes 2,490 shares acquired under the Dick's Sporting Goods, Inc. Employee Stock Purchase Plan through the date of this filing.  
These shares are owned by the reporting person's wife; the reporting person disclaims beneficial ownership of these shares, and the
- (2) inclusion of such shares shall not be an admission that the reporting person is the beneficial owner for purposes of Section 16 under the Exchange Act.
- (3) 50% of the option vested on September 22, 2004, 25% vested on September 22, 2006, and the remaining 25% vested on September 22, 2006.

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.