

FINISH LINE INC /IN/

Form 3

March 13, 2008

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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

*
GENESCO INC
(Last) (First) (Middle)

1415 MURFREESBORO ROAD

(Street)

NASHVILLE, TN 37217-2895

(City)

(State)

(Zip)

2. Date of Event
Requiring Statement
(Month/Day/Year)

03/07/2008

3. Issuer Name **and** Ticker or Trading Symbol
FINISH LINE INC /IN/ [FINL]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ☒ 10%
Owner
____ Officer ____ Other
(give title below) (specify below)

5. 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

Table I - Non-Derivative Securities Beneficially Owned1. 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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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title
Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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").

- Pursuant to the Settlement Agreement, on March 7, 2008, Finish Line issued to Genesco 6,518,971 shares of Finish Line Class A (1) 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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