

Kester Joseph  
Form 4  
July 24, 2012

**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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kester Joseph

2. Issuer Name **and** Ticker or Trading  
Symbol

GOLFSMITH INTERNATIONAL  
HOLDINGS INC [GOLF]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

GOLFSMITH  
INTERNATIONAL, HOLDINGS,  
INC., 11000 N. IH-35

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/24/2012

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

SVP - Store Operations

AUSTIN, TX 78753

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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)
Common Stock	07/24/2012	(1)	D	13,388	D	\$ 6.1	0

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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: Kester Joseph - Form 4

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
Restricted Stock Units	\$ 0	07/24/2012	<u>(1)</u>	D	1,332	04/04/2015	04/04/2022	Common Stock	1,332
Stock Option (right to buy)	\$ 6.26	07/24/2012	<u>(1)</u>	D	10,000	08/20/2012	08/20/2017	Common Stock	10,000
Stock Option (right to buy)	\$ 2.21	07/24/2012	<u>(1)</u>	D	20,000	05/09/2013	05/09/2018	Common Stock	20,000
Stock Option (right to buy)	\$ 6.84	07/24/2012	<u>(1)</u>	D	1,316	06/16/2008	06/16/2013	Common Stock	1,316
Stock Option (right to buy)	\$ 6.84	07/24/2012	<u>(1)</u>	D	877	06/16/2008	06/16/2013	Common Stock	877
Stock Option (right to buy)	\$ 8.7772	07/24/2012	<u>(1)</u>	D	2,632	11/15/2009	11/15/2014	Common Stock	2,632
Stock Option (right to buy)	\$ 8.7772	07/24/2012	<u>(1)</u>	D	3,947	11/15/2009	11/15/2014	Common Stock	3,947
Stock Option (right to buy)	\$ 8.78	07/24/2012	<u>(1)</u>	D	383	11/15/2010	11/15/2015	Common Stock	383
Stock Option (right to buy)	\$ 1.45	07/24/2012	<u>(1)</u>	D	10,000	05/07/2014	05/07/2019	Common Stock	10,000

Stock Option (right to buy)	\$ 4.46	07/24/2012	<u>(1)</u>	D	30,000	05/07/2015	05/07/2020	Common Stock	30,000
Stock Option (right to buy)	\$ 4.16	07/24/2012	<u>(1)</u>	D	10,000	02/25/2016	02/25/2021	Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kester Joseph GOLFSMITH INTERNATIONAL HOLDINGS, INC., 11000 N. IH-35 AUSTIN, TX 78753			SVP - Store Operations	

## Signatures

/s/ Joseph J.  
Kester

07/24/2012

\_\_\_\_\_  
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).

Shares tendered by the reporting person on July 24, 2012 pursuant to the Agreement and Plan of Merger among Golfsmith International Holdings, Inc., Golf Town USA Holdings Inc. and Major Merger Sub, Inc., a Delaware corporation and wholly-owned subsidiary of Golf Town dated May 11, 2012.

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.