

WHISLER PATRICIA K
Form 4
February 13, 2007

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

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 *
WHISLER PATRICIA K

2. Issuer Name and Ticker or Trading Symbol
BUCKLE INC [BKE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2407 W 24TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP WOMEN'S MERCHANDISING

KEARNEY, NE 68845

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

(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	02/12/2007		M	2,250 A \$ 3.7845	92,446	D	
Common Stock	02/12/2007		M	5,632 A \$ 11.8956	98,078	D	
Common Stock	02/12/2007		M	37,812 A \$ 12.8956	135,890	D	
Common Stock	02/12/2007		M	1,890 A \$ 20.7289	137,780	D	
Common Stock	02/12/2007		S	3,000 D \$ 36.325	134,780	D	

Edgar Filing: WHISLER PATRICIA K - Form 4

Common Stock 02/12/2007 S 44,584 D \$ 36.0015 90,196 D

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)

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 Purchase)	\$ 3.7845 <u>(1)</u>	02/12/2007		M	2,250 <u>(2)</u>	<u>(3)</u> 03/17/2007	Common Stock 2,250 <u>(2)</u>
Stock Option (Right to Purchase)	\$ 11.8956 <u>(4)</u>	02/12/2007		M	5,632 <u>(5)</u>	<u>(6)</u> 12/26/2007	Common Stock 5,632 <u>(5)</u>
Stock Option (Right to Purchase)	\$ 12.8956 <u>(7)</u>	02/12/2007		M	37,812 <u>(8)</u>	<u>(3)</u> 01/30/2008	Common Stock 37,812 <u>(8)</u>
Stock Option (Right to Purchase)	\$ 20.7289 <u>(9)</u>	02/12/2007		M	1,890 <u>(10)</u>	<u>(11)</u> 03/20/2008	Common Stock 1,890 <u>(10)</u>

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WHISLER PATRICIA K
2407 W 24TH STREET
KEARNEY, NE 68845

VP WOMEN'S MERCHANDISING

Signatures

Karen B. Rhoads by Power of
Attorney

02/13/2007

__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 \$8.66667. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- (2) Number of stock options granted was originally reported as 1,500. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect 3/2 stock split on 1/12/2007.
- (3) Performance based - 100 percent exercisable as goal was achieved.
- (4) Exercise price was originally reported as \$20.83333. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- (5) Number of stock options granted was originally reported as 7,500. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- (6) Options became exercisable 100 percent on 12/26/2002.
- (7) Exercise price was originally reported as \$22.33333. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
Number of stock options granted was originally reported as 25,200. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- (8) Exercise price was originally reported as \$34.08333. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- (9) Number of stock options granted was originally reported as 1,260. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect 3/2 stock split on 1/12/2007.
- (10) Options became exercisable in 25 percent increments on 3/20/1998, 3/20/1999, 3/20/2000 and 3/20/2001.
- (11)

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.