

DICKS SPORTING GOODS INC  
 Form 4  
 May 27, 2005

**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 \*  
**STERLING GARY M**

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)  
**05/25/2005**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Senior Vice President**

**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 or Price   |  |   |
| Common Stock, par value \$.01 per share | 05/25/2005                           |  | M                              |   | 6,100 A \$ 2.16   | 185,597 <sup>(1)</sup>                                   | D   |
| Common Stock, par value \$.01 per share | 05/25/2005                           |  | S                              |   | 6,100 D \$ 36.168   | 179,497 <sup>(1)</sup>                                   | D   |
| Common Stock, par value \$.01           | 05/26/2005                           |  | M                              |   | 43,900 A \$ 2.16  | 223,397 <sup>(1)</sup>                                   | D   |

per share

Common  
Stock, par  
value \$.01  
per share

05/26/2005

S

43,900

D

\$  
36.045

179,497 <sup>(1)</sup>

D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)                | \$ 2.16  | 05/25/2005                           |  | M                              | 6,100   | 01/28/2003 01/28/2009                                    | Common Stock, par value \$.01 per share 6,100                 |
| Stock Option (Right to Buy)                | \$ 2.16  | 05/26/2005                           |  | M                              | 23,120  | 01/28/2003 01/28/2009                                    | Common Stock, par value \$.01 per share 23,120                |
| Stock Option (Right to Buy)                | \$ 2.16  | 05/26/2005                           |  | M                              | 20,780  | 01/28/2003 01/28/2009                                    | Common Stock, par value \$.01 per share 20,780                |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Senior Vice President

STERLING GARY M  
300 INDUSTRY DRIVE  
RIDC PARK WEST  
PITTSBURGH, PA 15275

## Signatures

/s/ Gary M.  
Sterling

05/27/2005

\*\*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) Amount listed does not include 1,000 shares of common stock, par value \$.01 per share, which is held by the reporting person's adult daughter, who still resides in his home. The reporting person disclaims beneficial ownership of those securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 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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