

FLEXSTEEL INDUSTRIES INC
 Form 4
 December 16, 2004

FORM 4

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

OMB APPROVAL

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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 *
 BOYLEN L BRUCE

2. Issuer Name and Ticker or Trading Symbol
 FLEXSTEEL INDUSTRIES INC
 [FLXS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 3563 N.W. MCCREADY DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/15/2004

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

BEND, OR 97701

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option 12/6/1995	\$ 11.25								(1)	12/06/2005	Common Stock	(1)
Option 12/11/1996	\$ 12.75								(1)	12/11/2006	Common Stock	(1)
Option 12/10/1997	\$ 12.656								(1)	12/10/2007	Common Stock	(1)
Option 12/15/1998	\$ 12.75								(1)	12/15/2008	Common Stock	(1)
Option 12/09/1999	\$ 13.594								(1)	12/09/2009	Common Stock	(1)
Option 12/11/2000	\$ 10.563								(1)	12/11/2010	Common Stock	(1)
Option 12/11/2001	\$ 10.75								(1)	12/11/2011	Common Stock	(1)
Option 12/10/2002	\$ 15.925								(1)	12/10/2012	Common Stock	(1)
Option 12/09/2003	\$ 20.27								(1)	12/09/2013	Common Stock	(1)
Option 12/15/2004	\$ 16.49	12/15/2004			J ⁽²⁾		2,500		12/15/2004	12/15/2014	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOYLEN L BRUCE 3563 N.W. MCCREADY DRIVE BEND, OR 97701			X	

Signatures

L Bruce Boylen 12/15/2004

**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) No activity for this option
 - (2) Granted pursuant to the Flexsteel Industries, Inc. 2002 Stock Option Plan

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.