

FINISH LINE INC /IN/
Form SC 13G
March 13, 2008

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No.)***

The Finish Line, Inc.
(Name of Issuer)

Class A Common Stock, \$0.01 par value
(Title of Class of Securities)

317923100
(CUSIP Number)

March 7, 2008
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAMES OF REPORTING PERSONS
Genesco Inc. (Tax ID: 62-0211340)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Tennessee

5 SOLE VOTING POWER
NUMBER OF 6,518,971(1)

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 6,518,971(1)

8 SHARED DISPOSITIVE POWER
WITH: 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
6,518,971(1)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.26%(1)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

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Item 1(a). Name of Issuer: The Finish Line, Inc.
 Item 1(b). Address of Issuer: 3308 North Mitthoeffer Road
Principal Executive Offices: Indianapolis, Indiana 46235
 Item 2(a). Name of Person Filing: Genesco Inc.
 Item 2(b). Address of Principal 1415 Murfreesboro Road
Business Office or, if none, Residence: Nashville, Tennessee 37217-2895

 Item 2(c). Organization/Citizenship: Tennessee
 Item 2(d). Title of Class Of Securities: Class A Common Stock, \$0.01 par value

 Item 2(e). CUSIP Number: 317923100
 Item 3. Inapplicable.

 Item 4. Ownership.

| Person | Total Shares of Class A Common Stock Beneficially Owned | | Percent of Class | Sole Voting Power | Shared Voting Power | Sole Power to Dispose | Shared Power to Dispose |
|--------------|---|--------|------------------|-------------------|---------------------|-----------------------|-------------------------|
| | | | | | | | |
| Genesco Inc. | 6,518,971 | 13.26% | | 6,518,971 | 0 | 6,518,971 | 0 |
| | (1) | (1) | | (1) | | (1) | |

(1) 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
common stock,
which was equal
to 12.0% of the
total
post-issuance
Finish Line
outstanding
shares of
common stock
(including
Finish Line
Class B
common stock)
as of such date.
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
Schedule 13G
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.

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Item 5. Ownership of Five Percent or Less of a Class.

Inapplicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Inapplicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Inapplicable

Item 8. Identification and Classification of Members of the Group.

Inapplicable

Item 9. Notice of Dissolution of Group.

Inapplicable

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 13, 2008

Date

Genesco Inc.

/s/ Roger G. Sisson

(Signature)

Name: Roger G. Sisson

Title: Senior Vice President, Secretary and General Counsel