Gilbertson James Eldon Form 3 January 04, 2005

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement FLEXSTEEL INDUSTRIES INC [FLXS] A Gilbertson James Eldon (Month/Day/Year) 01/04/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) P.O. BOX 877 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director 10% Owner _X_ Form filed by One Reporting _X__ Officer Other Person DUBUQUE, IAÂ 52004 (give title below) (specify below) Form filed by More than One Vice President Vehicle Seating Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 43,794 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security | | 4. Conversion or Exercise | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership |
|--|--|--------------------|--|------------------------|------------------------------|--|--|
| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of | Price of Derivative Security | Security: Direct (D) or Indirect | (Instr. 5) |

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| | | | | Shares | | (I) (Instr. 5) | |
|-------------------|------------|------------|-----------------|--------|----------|-------------------|---|
| Option 12/08/2003 | 12/08/2003 | 11/25/2013 | Common Stock | 8,000 | \$ 19.21 | D | Â |
| Option 12/14/2004 | 12/14/2004 | 12/14/2014 | Common | 8,000 | \$ 16.49 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|--|--------------------|---|--------------------------------|-------|--|
| | Director 10% Owner | | Officer | Other | |
| Gilbertson James Eldon P. O. BOX 877 DUBUQUE, IA 52004 | Â | Â | Vice President Vehicle Seating | Â | |

Signatures

James E
Gilbertson

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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.

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