

DICKS SPORTING GOODS INC

Form SC TO-C

June 23, 2004

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

**SCHEDULE TO  
Tender Offer Statement under Section 14(d)(1) or 13(e)(1)  
of the Securities Exchange Act of 1934**

**GALYAN S TRADING  
COMPANY, INC.**

(Name of Subject Company  
(issuer))

**DIAMONDBACKS  
ACQUISITION INC.  
a wholly-owned subsidiary of  
DICK S SPORTING GOODS, INC.**

(Names of Filing Persons (offeror))

**Common Stock, no par value**

(Title of Class of Securities)

**36458R101**

(CUSIP Number of Class of  
Securities)

**William R. Newlin, Esq.  
Executive Vice President and Chief Administrative Officer  
300 Industry Drive  
RIDC Park West  
Pittsburgh, PA 15275  
(724) 273-3400**

**Copies to:  
Lewis U. Davis, Jr., Esq.  
Jeremiah G. Garvey, Esq.  
Buchanan Ingersoll PC  
One Oxford Centre  
301 Grant Street, 20th Floor  
Pittsburgh, PA 15219  
(412) 562-8800**

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(Name, address, and telephone numbers  
of person authorized  
to receive notices and communications on  
behalf of filing persons)

☒ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- ☒ third-party tender offer subject to Rule 14d-1.
- ☐ issuer tender offer subject to Rule 13e-4.
- ☐ going-private transaction subject to Rule 13e-3.
- ☐ amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer: ☐

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**Item 12. Exhibits.**

(a)(5)(A) Merger Overview slide presentation by Dick's Sporting Goods, Inc.\*

(a)(5)(B) Electronic Mail Announcement to Dick's Sporting Goods, Inc. Associates regarding the Offer and the Merger.\*

(a)(5)(C) Slide presentation for William Blair & Company Growth Conference on June 23, 2004.

\* Incorporated by reference to the Schedule TO-C filed by Dick's Sporting Goods, Inc. on June 22, 2004.

**Exhibit Index**

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