

FLEXSTEEL INDUSTRIES INC
 Form 4
 August 11, 2006

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 *
 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)
 P O BOX 877
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/01/2005

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

DUBUQUE, IA 52004
 (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		
Common Stock	11/01/2005		S		1,000	D	
					\$ 14.11		
					0	D	

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

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SEC 1474
 (9-02)

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

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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)	8. Amount or Number of Shares
Option 12/11/1996	\$ 12.75					12/11/1996 12/11/2006	Common Stock	1,000
Option 12/10/1997	\$ 12.656					12/10/1997 12/10/2007	Common Stock	1,000
Option 12/15/1998	\$ 12.75					12/15/1998 12/15/2008	Common Stock	1,000
Option 12/09/1999	\$ 13.594					12/09/1999 12/09/2009	Common Stock	1,000
Option 12/11/2000	\$ 10.563					12/11/2000 12/11/2010	Common Stock	1,000
Option 12/11/2001	\$ 10.75					12/11/2001 12/11/2011	Common Stock	1,000
Option 12/10/2002	\$ 15.925					12/10/2002 12/10/2012	Common Stock	2,500
Option 12/09/2003	\$ 20.27					12/09/2003 12/09/2013	Common Stock	2,500
Option 12/15/2004	\$ 16.49					12/15/2004 12/15/2014	Common Stock	2,500
Option 12/13/2005	\$ 14.4					12/13/2005 12/13/2015	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOYLEN L BRUCE P O BOX 877 DUBUQUE, IA 52004				

Signatures

L. B. Boylen

08/09/2006

**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).

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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