

DICKS SPORTING GOODS INC

Form SC TO-C

June 22, 2004

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**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.**

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(Name of Subject Company (issuer))

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

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(Names of Filing Persons (offeror))

**Common Stock, no par value**

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(Title of Class of Securities)

**36458R101**

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(CUSIP Number of Class of Securities)

**William R. Newlin, Esq.  
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(724) 273-3400**

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

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

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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.

Exhibit Index

Slide Presentation

Email Announcement

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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.

**Exhibit Index**

- (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.