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HOLLORAN THOMAS E

Form 4

December 11, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549
FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Holloran, Thomas E

1201 Yale Place #1302

Minneapolis, MN 55403

 Issuer Name and Ticker or Trading Symbol Flexsteel Industries, Inc. FLXS

- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year

12/10/2002

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficia	lly (Owned
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1. Title of Security	2. 3. 4.Securities Acqu		5.Amount of Securities Beneficially		
		A/ D Price	Owned at End of Month		
Flexsteel Industries, Inc. Common Stock	12/6/0 J(1) 3,000 2	(A) 12.375 	7,680 		

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of Derivative	2.Con-	13.	4.	5.Numbe	r of De	6.Date Exer 7	.Title and Amount	8.I
Security	version	Trans	action	rivati	ve Secu	cisable and	of Underlying	of
	or Exer		1	rities	Acqui	Expiration	Securities	vat
	cise			red(A)	or Dis	Date(Month/		Sec
	Price of			posed	of(D)	Day/Year)		rit
	Deriva-					Date Expir		
	tive				A	/ Exer- ation	Title and Number	
	Secu-				D	cisa- Date	of Shares	
	rity	Date	Code V	Amoun	t	ble		

Option	12.375	12/06 J(1) (D)	D	12/8/ 12/8/ Flexsteel Co 2,000
	1	/02	1	92 02 mmon Stock

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Option	12.375 	12/06 /02	5 J(1) 		(D) 		12/9/ 12 92 02	Flexsteel Co mmon Stock		
Option	15.75 				 			Flexsteel Co	 	
Option	11.125 				 			Flexsteel Co	 	
Option	11.25				 		12/6/ 12 95 05	Flexsteel Co	 	
Option	12.75 				 			Flexsteel Co	 	
Option	12.656 	 			 			Flexsteel Co mmon Stock	 	
Option	12.75 				 			Flexsteel Co	 	
Option	13.594 				 			Flexsteel Co	 	
Option	10.563 				 		12/11 12 /00 /1	Flexsteel Co	 	
Option	10.750 				 			Flexsteel Co mmon Stock	 	
Option	15.9250 	12/10 /02) J* 	V	(A)			Flexsteel Co	2 , 500	
			I					 	 	

Explanation of Responses:

J(1) Exercise of Stock Options. Purchased 3,000 shares @\$12.375

 $[\]mbox{J}^{\star}$ Granted pursuant to the Flexsteel industries, Inc. 2002 Stock Option Plan. Non-Qualified Stock Option.