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HIBBETT SPORTING GOODS INC

Form 5

February 18, 2003

OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Pryor Cathy E.

(Last) (First) (Middle)

451 Industrial Lane

(Street)

Birmingham AL 35211

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Hibbett Sporting Goods, Inc. ("HIBB")

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

February 1, 2003

5. If Amendment, Date of Original (Month/Year)

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* If the form is filed by more than one reporting person, see instruction 4(b)(v).

FORM 5 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity | 3. Trans- action Date (mm/dd/ yy) | 3A. Deemed Execut- ion Date if any (mm/dd/ yy) | 4. Trans- action Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion Date | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares |
|--|---|--|---|---|---|--|--|--|
|--|---|--|---|---|---|--|--|--|

| | | | | | | | | |
|--|---------|---------|--|---|-------|---------|---------|-------|
| Common Stock Options under the 1996 Stock Option Plan see note (1) | \$22.10 | 2/26/02 | | A | 7,500 | 2/26/03 | 2/26/12 | 7,500 |
|--|---------|---------|--|---|-------|---------|---------|-------|

Explanation of Responses:
 (1) Options granted under the 1996 Option Plan vest over a five year period,

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in equal installments, beginning on the first anniversary of the grant date.

/s/ Cathy E. Pryor

2/17/03

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.