

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
 Burkart, Thomas D
 Flexsteel Industries, Inc.
 P. O. Box 4607
 Riverside, CA 92514
2. 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
 08/31/2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Sr. Vice Pres. - Vehicle Seating
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 Beneficially Owned

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Flexsteel Industries, Inc. Common Stock	08/30/02	J	3060	(A)	13.23	46,149	(D)	

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date Date/Date	7. Title and Number of Shares of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Option	10.50				11/02/98 - 11/02/08	Flexsteel Co Common Stock		7,500	(D)	
Option	13.25				12/09/99 - 12/09/09	Flexsteel Co Common Stock		9,000	(D)	
Option	10.75				11/14/00 - 11/14/10	Flexsteel Co Common Stock		10,000	(D)	
Option	10.30				11/02/01 - 11/02/11	Flexsteel Co Common Stock		10,750	(D)	

Explanation of Responses:
 J Shares received through Management Incentive Plan Award.