Quandt Fred Form 3 June 14, 2006

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 *

Quandt Fred

(Last) (Middle) (First)

GOLFSMITH INTERNATIONAL HOLDINGS, INC., 11000 N. IH-35

(Street)

AUSTIN. TXÂ 78753-3195

(City) (State) 1. Title of Security

(Instr. 4)

Statement

(Month/Day/Year) 06/14/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

GOLFSMITH INTERNATIONAL HOLDINGS INC

[GOLF]

4. Relationship of Reporting

Person(s) to Issuer Filed(Month/Day/Year)

(Check all applicable)

Director 10% Owner X_ Officer Other (give title below) (specify below) Senior Vice President

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

or Indirect (I) (Instr. 5)

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

(Zip)

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SEC 1473 (7-02)

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

1. Title of Derivative Security

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4 5. Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

(Instr. 4)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Unit	(1)	10/15/2012	Common Stock	5,345	\$ <u>(1)</u>	D	Â
Stock Option (right to buy)	(2)	06/16/2013	Common Stock	39,477	\$ 6.84	D	Â

Reporting Owners

Reporting Owner Name / Address			Relationships		
•	Director	10% Owner	Officer	Other	
Quandt Fred GOLFSMITH INTERNATIONAL HOLDINGS, INC. 11000 N. IH-35 AUSTIN, TX 78753-3195	Â	Â	Senior Vice President	Â	

Signatures

/s/ R. Scott Wood Attorney-in-Fact 06/14/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- The stock units are exercisable for shares of common stock for no consideration at any time following the closing of the initial public (1) offering of Golfsmith International Holdings, Inc. (the "Company") which is expected to be on June 20, 2006, at the holder's election, on a one-for-one basis.
- All options held by the reporting person were granted under the 2002 Incentive Stock Plan of the Company. All options under the 2002 (2) Stock Incentive Plan held by the reporting person vest over a seven-year period in increments based upon the financial performance of the
- (2) Stock Incentive Plan held by the reporting person vest over a seven-year period in increments based upon the financial performance of the Company. No options are currently exercisable.

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Remarks:

Exhibit Index: 24.1 Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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