

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>Baldwin Charles</b> <hr/> (Last) (First) (Middle) <b>C/O CABELAS INCORPORATED</b> <b>ONE CABELA DRIVE</b> <hr/> (Street) <b>SIDNEY NE 69160</b> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>CABELAS INC [ CAB ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>EXECUTIVE VICE PRESIDENT</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>09/25/2017</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/25/2017		D		76,318 <sup>(1)</sup>	D	\$61.5 <sup>(2)</sup>	0	D	
Common Stock	09/25/2017		D		2,056 <sup>(3)</sup>	D	\$61.5 <sup>(2)</sup>	0	I	by 401(k) Plan

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$16.18	09/25/2017		D		18,000	(4)(5)	03/02/2018	Common Stock	18,000	(4)	0	D	
Stock Option (right to buy)	\$26.89	09/25/2017		D		12,000	(4)(6)	03/02/2019	Common Stock	12,000	(4)	0	D	
Stock Option (right to buy)	\$35.17	09/25/2017		D		12,000	(4)(7)	03/02/2020	Common Stock	12,000	(4)	0	D	
Stock Option (right to buy)	\$50.91	09/25/2017		D		9,500	(4)(8)	03/02/2021	Common Stock	9,500	(4)	0	D	
Stock Option (right to buy)	\$55.46	09/25/2017		D		13,825	(4)(9)	03/02/2023	Common Stock	13,825	(4)	0	D	
Stock Option (right to buy)	\$48.4	09/25/2017		D		14,000	(4)(10)	03/02/2024	Common Stock	14,000	(4)	0	D	

