

# BEST BUY CO INC

Reported by  
**SCHULZE RICHARD M**

## FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 03/13/08 for the Period Ending 03/01/08

Address	7601 PENN AVE SOUTH RICHFIELD, MN 55423
Telephone	6122911000
CIK	0000764478
Symbol	BBY
SIC Code	5731 - Radio, Television, and Consumer Electronics Stores
Industry	Retail (Technology)
Sector	Services
Fiscal Year	02/03

# FORM 5

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

OMB APPROVAL  
OMB Number: 3235-0362  
Expires: January 31, 2008  
Estimated average burden  
hours per response... 1.0

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 Form 3 Holdings Reported  
 Form 4 Transactions Reported

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(f) of the  
Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>SCHULZE RICHARD M</b> <small>(Last) (First) (Middle)</small>  <b>7601 PENN AVENUE S.</b> <small>(Street)</small>  <b>RICHFIELD, MN 55423</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>BEST BUY CO INC [BBY]</b>  <b>3. Statement for Issuer's Fiscal Year Ended</b> <small>(MM/DD/YYYY)</small>  <b>3/1/2008</b>  <b>4. If Amendment, Date Original Filed</b> <small>(MM/DD/YYYY)</small>	<b>5. Relationship of Reporting Person(s) to Issuer</b> <small>(Check all applicable)</small>  <input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">_____ Other (specify below)</span> <b>Chairman</b>  <b>6. Individual or Joint/Group Filing</b> (Check Applicable Line)  <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security <small>(Instr. 3)</small>	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code <small>(Instr. 8)</small>	4. Securities Acquired (A) or Disposed of (D) <small>(Instr. 3, 4 and 5)</small>			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) <small>(Instr. 3 and 4)</small>	6. Ownership Form: Direct (D) or Indirect (I) <small>(Instr. 4)</small>	7. Nature of Indirect Beneficial Ownership <small>(Instr. 4)</small>
				Amount	(A) or (D)	Price			
Common Stock	12/27/2007		G	950750	A	\$0	1619438	I	Family Foundation
Common Stock	12/20/2007		G	275500	D	\$0	63598533	I	Trustee for Revocable Trust
Common Stock	12/27/2007		G	950750	D	\$0	62647783	I	Trustee for Revocable Trust
Common Stock	12/31/2007		G	9620	D	\$0	62638163	I	Trustee for Revocable Trust
Common Stock	12/31/2007		G	67307	D	\$0	62570856	I	Trustee for Revocable Trust
Common Stock	12/31/2007		G	73080	D	\$0	62497776	I	Trustee for Revocable Trust
Common Stock							74605	I	401(k)
Common Stock							996756	I	GRAT
Common Stock							2061	I	IRA
Common Stock							950169	I	Sole general partner of limited partnership B
Common Stock							31672	I	Sole member of LLC which is sole general partner of limited

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
				Amount	(A) or (D)	Price			
									partnership A
Common Stock							252312	I	Sole member of LLC which is sole general partner of limited partnership C
Common Stock							1143043	I	Spousal GRAT
Common Stock							1728	I	Spouse
Common Stock							183726	I	Spouse Irrevocable Trust
Common Stock							15270	I	Trustee for Children's Trust

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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 (MM/DD/YYYY)		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 at End of Issuer's Fiscal Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$20.65						4/14/2003	4/13/2013	Common Stock	11250		11250	D	
Stock Option (Right to Buy)	\$23.19						4/16/1999 (1)	4/15/2009	Common Stock	236250		236250	D	
Stock Option (Right to Buy)	\$24.71						4/27/2001 (1)	4/26/2011	Common Stock	573750		573750	D	
Stock Option (Right to Buy)	\$31.17						4/14/2000 (1)	4/13/2010	Common Stock	911250		911250	D	
Stock Option (Right to Buy)	\$32.79						4/18/2005	4/17/2015	Common Stock	11250		11250	D	
Stock Option (Right to Buy)	\$34.18						4/10/2002 (1)	4/11/2012	Common Stock	202500		202500	D	
Stock Option (Right to Buy)	\$35.33						4/19/2004	4/18/2014	Common Stock	11250		11250	D	
Stock Option (Right to Buy)	\$47.46						4/10/2007	4/9/2017	Common Stock	7500		7500	D	
Stock Option (Right to Buy)	\$56.66						4/18/2006	4/27/2016	Common Stock	7500		7500	D	

**Explanation of Responses:**

(1) The date indicated is the grant date and the options vest in four equal annual installments beginning one year from such date.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHULZE RICHARD M 7601 PENN AVENUE S. RICHFIELD, MN 55423	X		Chairman	

**Signatures**

/s/Lisa Beth Lentini, Attorney-in-Fact

3/13/2008

\*\* Signature of Reporting Person

Date

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

\* If the form is filed by more than one reporting person, *see* Instruction 4(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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