

BEST BUY CO INC

Reported by SCHULZE RICHARD M

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/14/14 for the Period Ending 11/12/14

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





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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Addr	ess of Rep	orting Person	* 2. Iss	suer Nam	ne an	d I	Γicker or Ti	radi	ng Symbol	5. Relationship of Reporting (Check all applicable)	g Person(s	s) to Issuer		
SCHULZE RI	CHARD	M	BES	ST BUY	Y CO)	INC [BE	BY]					
(Last)	(First)	(Middle)	3. Da	ate of Ear	rliest	Tr	ansaction (MM	/DD/YYYY)	Director				
7601 PENN A'	, ,	, ,			1	1/	12/2014			Officer (give title below) below)	Othe	r (specify		
7001 I EININ A	(Street)	.	4 If	Amendm			te Original	Fil	ed	6. Individual or Joint/Group	Filing (C	heck		
			(MM/I	DD/YYYY))	Du	ac Original	1 11	cu	Applicable Line)	Timig (C	неск		
RICHFIELD,	MN 5542	23								W. F. Clair o. D				
(City)	(State)	(Zip)								X Form filed by One Reporting F Form filed by More than One Re		on		
	,	Table I - Non-			ities	A				Beneficially Owned	1			
1.Title of Security (Instr. 3)			2. Trans. Date	2A. Deemed Execution Date, if	(Instr		4. Securities A Disposed of (Instr. 3, 4 and	D) _	ired (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	Beneficial Ownership		
				any	8)	1		/ 1 \			or Indirect (I) (Instr.	(Instr. 4)		
					Code	V	Amount	(A) or (D)	Price		4)			
Common Stock			11/12/2014		s		20000.0000	D	\$35.2471 ⁽²⁾	2560306.0000	I	Family Foundation		
Common Stock			11/13/2014		s		46667.0000	D	\$35.4805 ⁽³⁾	2513639.0000	I	Family Foundation		
Common Stock			11/12/2014		s		27500.0000 (1)	D	\$35.2471 ⁽²⁾	9344269.0000	I	GRAT		
Common Stock			11/13/2014		s		64166.0000 (1)	D	\$35.4805 ⁽³⁾	9280103.0000	I	GRAT		
Common Stock			11/12/2014		s		102500.0000	D	\$35.2471 ⁽²⁾	40430536.0000	I	Trustee for Revocable Trust		
Common Stock			11/13/2014		s		239167.0000 (1)	D	\$35.4805 ⁽³⁾	40191369.0000	I	Trustee for Revocable Trust		
Common Stock										1732500.0000	D			
Common Stock										76615.8539	I	401(k)		
Common Stock										2061.0000	I	IRA		
Common Stock										950169.0000	I	Sole general partner of limited partnership B		
Common Stock										31672.0000	I	Sole member of LLC which is sole general partner of limited partnership A		
Common Stock										252312.0000	I	Sole member of LLC which is sole general		

Common Stock Common Stock						Code	v	Amount	(A) or (D)	Price					partner of limited
Common Stock															limited
Common Stock									ı 1						partnership C
											114	43043.0000			Spousal GRAT
Common Stock											18	33726.0000		I	Spouse Irrevocable Trust
											12	2309.0000		I	Spouse Revocable Trust
Table II - I	Derivat	ative Securi	ities Be	enefi	icially O	wne	d (e.g., put	s, ca	lls, warr	ınts, options	, convert	ible secu	rities)	
	ve Date	ns. Deemed te Execution	Frans. Code (Instr. 8)	Deriv Secur Acqu Dispo	umber of vative rities nired (A) or osed of (D) r. 3, 4 and	and	Exp	Exercisable biration Date	Se De (In	Title and An ecurities Underivative Seconstr. 3 and 4)	erlying urity	(Instr. 5)		Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	

Explanation of Responses:

- (1) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan established by the reporting person on August 28, 2014.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.06 to \$35.37, inclusive. The reporting person undertakes to provide to BBY, any security holder of BBY, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.32 to \$35.60, inclusive. The reporting person undertakes to provide to BBY, any security holder of BBY, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

Reporting Owners

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

Signatures

/s/ Hannah G. Olson, Attorney-in-fact 11/14/2014 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

^{**} Signature of Reporting Person