

## **BEST BUY CO INC**

# Reported by **HOFF SUSAN S**

### FORM 4

(Statement of Changes in Beneficial Ownership)

### Filed 01/12/05 for the Period Ending 01/11/05

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Add	ress of Re	porting l	Person *	2. I	ssu	er Nam	e an	nd T	icl	ker o	r Tra	dir	ng Symb			nship of I applicab	Reporting lole)	Person(s)	to Issuer
HOFF SUSAN	JS			BF	cs'	ΓBUY	7 <b>C</b>	O I	N	$\mathbf{C}$	BB	Y	1						
	(First)	(Mid	dla)									_	DD/YYYY	7	_ Directo	or	_	10% Ov	wner
(Last)	(FIISt)	(MIII)	die)	0.1	· · · · · ·							00,1111		X Officer (give title below)			Other (specify		
7601 PENN AVENUE SOUTH														below) SVP - CCO					
7001 1 121111 11	(Street)	1000.		4. I	f A	mendm						ile	ed				nt/Group I	Filing (Che	eck
						D/YYYY)		2		01161					licable Li		na oroup i	iiiig (eiic	
RICHFIELD,	MN 55	423													_				
(City)	(State)	(Zip)	)											_ X			Reporting Per han One Rep		n
				<u> </u>													*		
		Table 1	- Non-I	1	_				÷			_				Owned		6.	
1.Title of Security (Instr. 3)				2. Trans Date		2A. Deemed	3. Trans. Code			<ol> <li>Securities Acqu</li> <li>or Disposed of</li> </ol>						of Securities Beneficially Owned Reported Transaction(s)			7. Nature of Indirect
						Execution Date, if	(Inst	str. 8)		(D)	tr. 3, 4 and 5)		(Ins	str. 3 and				Form: Direct (D)	Beneficial Ownership
					- 1	iny		I	+	(msu.	(A)	Т	,,,					or Indirect	(Instr. 4)
								,			or		r.					(I) (Instr. 4)	
Common Stock					+		Co	ae	V.	Amou	nt (D,	1	Price		14	651		D	
Common Stock					1						$\top$					640		<b>D</b> (1)	
					+			_	$\dashv$		+	+							By Trusts
Common Stock					_										468	8207		I	(2)
Common Stock															15	565		I	401(k) plan
Common Stock				1/11/200	05		N	1		5625	A	\$5	51.27		60	063		I	Spouse (3)
Common Stock				1/11/200	05		s	S		5625	D	\$5	55.66		4	38		I	Spouse
Common Stock															31	109		I	Spouse 401(k) plan
Tab	la II - Dai	rivotivo	Socuriti	oc Ron	ofic	eially ()	XX/D4	ad (		z ni	nte 4	-al	le worr	onte c	ntions	convert	ible secur	itios)	, <del>-</del>
1. Title of Derivate	2.	3. Trans.	3A.	4.	$\neg$	Number o			_	Exercis			7. Title an				9. Number	10.	11. Nature
Security	Conversion		Deemed	Trans.	D	erivative				on Date			Securities	Underly	ing	Derivative	of	Ownership	of Indirect
(Instr. 3)	or Exercise Price of		Execution Date, if	(Instr.	A	curities equired (A							Derivative (Instr. 3 au		1	Security (Instr. 5)	derivative Securities		Beneficial Ownership
	Derivative Security		any	8)	or (E	Disposed	of										Beneficially Owned	Security: Direct (D)	(Instr. 4)
	Becurity				(Iı	nstr. 3, 4 aı	nd									Following		or Indirect	
					5)	1	_							T			Reported Transaction	(I) (Instr. 4)	
				Code V	/ (A	(D)	1	Date Exerc	eisal	ble Da	kpirati ate	on	Title	Amoun Number Shares			(s) (Instr. 4)	,	
Stock Option (Right to Buy)	\$46.75							4/14/	200	00 4/	13/201	0	Common Stock	337	750		33750	D	
Stock Option (Right to Buy)	\$37.06							4/27/	200 4)	01 4/2	26/201	1	Common Stock	81	56		8157	D	
Stock Option (Right to Buy)	\$46.00						,	7/27/	200 4)	7/2	26/201	1	Common Stock	42	18		1407	D	
Stock Option (Right	\$51.27							4/11/	200	2 4/	10/201	2	Common	320	525		32625	D	

Tab	le II - Dei	rivative	Securitio	es Be	ne	fici	ally Owr	ned ( <i>e.g.</i> ,	, puts, cal	ls, warr	ants, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans.	3A. Deemed Execution Date, if any	4. Trans.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exe Expiration I		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	10. Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
to Buy)								(4)		Stock					
Stock Option (Right to Buy)	\$28.67							1/16/2003	1/15/2013	Common Stock	15000		11250	D	
Stock Option (Right to Buy)	\$59.38							11/3/2003	11/2/2013	Common Stock	17000		17000	D	
Stock Option (Right to Buy)	\$55.09							10/11/2004	10/10/2014	Common Stock	17000		17000	D	
Stock Option (Right to Buy)	\$37.06							4/27/2001	4/26/2011	Common Stock	2812		2813	I	Spouse
Stock Option (Right to Buy)	\$46.00							7/27/2001	7/26/2011	Common Stock	4218		1407	I	Spouse
Stock Option (Right to Buy)	\$51.27	1/11/2005		М			5625	4/11/2002	4/10/2012	Common Stock	5625	\$0	5625	I	Spouse
Stock Option (Right to Buy)	\$28.67							1/16/2003	1/15/2013	Common Stock	3750		3750	I	Spouse
Stock Option (Right to Buy)	\$59.38							11/3/2003	11/2/2013	Common Stock	5985		5985	I	Spouse

#### **Explanation of Responses:**

- (1) Restricted shares that will vest in a range from 0%-100% three years from the date of grant, depending on satisfaction of certain performance factors.
- (2) Includes a trust of which the reporting person is a trustee and a beneficiary, two trusts held for the benefit of the reporting person's children of which the reporting person is a co-trustee, and a remainder trust of which the reporting person is the sole beneficiary.
- (3) The reporting person's spouse was formerly an officer of Best Buy Co., Inc. and in such capacity had received stock option and restricted share awards pursuant to Company sponsored plans.
- (4) The date indicated is the grant date and the options vest in four equal annual installments beginning one year from such date.

**Reporting Owners** 

_ * 8							
Paparting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
HOFF SUSAN S							
7601 PENN AVENUE SOUTH			SVP - CCO				
RICHFIELD, MN 55423							

#### **Signatures**

/s/ Mark Geldernick Attorney-in-fact for Susan S. Hoff

\*\* 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.

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.