

BEST BUY CO INC

Reported by **KESKEY MICHAEL P**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/03/04 for the Period Ending 11/01/04

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 I	Person *	2.	Iss	uer	Nam	e and	Tic	ker	or T	rad	ling Sy	ymb	ol 5. Relation (Check all			Person(s)	to Issuer
KESKEY MI	CHAEL	₄ P		В	ES	ST	BUY	CO	IN	IC	[B]	BY]						
(Last)	(First)	(Mid	ldle)					liest T						YYY)) Directo	or	_	10% O	wner
(=334)	(= ===)	(/													er (give title	e below)	Othe	r (specify
7601 PENN A	VENUE	E SOU	ГН					11	/1	/20	04				below) President	- BBY R	Retail Stor	es	
	(Street)							ent, Da	ate	Ori	igina	l Fi	led		6. Individu	ıal or Joi			eck
				(N	IM/I	OD/Y	YYYY)								Applicable Li	ine)			
RICHFIELD,	MN 55	423													X Form fi	led by One	Reporting Per	rson	
(City)	(State)	(Zip))														han One Rep		n
		70-1-1-1	. N 1	· · · · ·	_ 4.		٠	4• A				•			D e 11-	. 01			
1 T'd C C '4		Table I	l - Non-l			_			_	_		_			r Beneficially			I.	7
1.Title of Security (Instr. 3)				2. Tra Date	ns.	2A. Dee	emed	TransCode	•		or Di				amount of Securiti lowing Reported T			6. Ownership	7. Nature of Indirect
							ecution te, if	(Instr. 8)	(D)	str. 3, 4	1 and	15)	(Instr. 3 and 4)					Beneficial Ownership
						any	′ .			(1110		(A)	,	1				or Indirect	
								Code	v	Δm	ount	or (D)	Price					(I) (Instr. 4)	
Common Stock				11/1/2	004			S	Ť	300		Ì	\$60.00		10	0000		D	
Common Stock				11/1/2	004			M		300	000	A	\$51.27		40	0000		D	
Common Stock				11/1/2	004			M		11	00	A	\$28.67		41	100		D	
Common Stock				11/1/2	2004			s		311	100	D	\$60.01		10	0000		D	
Common Stock				11/2/2	004			M		186	500	A	\$37.06		28	3600		D	
Common Stock				11/2/2	004			M		64	00	A	\$28.67		35	5000		D	
Common Stock				11/2/2	004			S		250	000	D	\$60.00		10	0000		D	
Common Stock															10	750		D (1)	
Common Stock															15	5795		I	401(k) Plan
Tab	le II - Dei	rivative	Securiti	es Re	nef	icia	ılly O	wned	(e.	σ	nuts	s. C	alls. w	arr	ants, options,	convert	ible secur	ities)	
			3A.	4.	1		ımber o								d Amount of	ſ	9. Number	10.	11. Nature
Security (Instr. 3)	2. Conversion or Exercise	Date	Deemed Execution	Trans			vative rities	Exp	irat	ion [Date				Underlying Security	Derivative Security	of derivative	Ownership Form of	of Indirect Beneficial
(msu. 3)	Price of		Date, if	(Instr.	. 1	Acqu	iired (A							r. 3 an		(Instr. 5)	Securities	Derivative	Ownership
	Derivative Security		any	8)		or Di D)	isposed	of									Beneficially Owned	Security: Direct (D)	(Instr. 4)
						Inst	r. 3, 4 aı	nd									Following Reported	or Indirect	
						5) 							+		Amount or		Transaction	(I) (Instr. 4)	
				Code	V ((A)	(D)	Date Exe		able	Expir Date	atio	n Title		Number of Shares		(s) (Instr. 4)		
Stock Option (Right to Buy)	\$2.13					T		4/18	3/19 (2)		4/17/	2007	Com		49500		49500	D	
Stock Option (Right to Buy)	\$11.46							4/24	1/19 (2)		4/23/	2008	Com Stoo	mon ck	135000		135000	D	
					\forall	\dashv													

Tab	le II - Dei	rivative	Securitio	es Be	ne	fici	ally Owr	ned (<i>e.g.</i> ,	, puts, cal	ls, warr	ants, options	s, 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.		Der Seco Acq or D (D)	fumber of ivative urities uired (A) Disposed of tr. 3, 4 and	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 Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	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)	1 /	
Stock Option (Right to Buy)	\$34.79							4/16/1999	4/15/2009	Common Stock	33750		33750	D	
Stock Option (Right to Buy)	\$46.75							4/14/2000	4/13/2010	Common Stock	33750		33750	D	
Stock Option (Right to Buy)	\$51.27	11/1/2004		M			30000	4/11/2002	4/10/2012	Common Stock	30000	\$0	120000	D	
Stock Option (Right to Buy)	\$28.67	11/1/2004		M			1100	1/16/2003	1/15/2013	Common Stock	1100	\$0	28900	D	
Stock Option (Right to Buy)	\$37.06	11/2/2004		M			18600	4/27/2001	4/26/2011	Common Stock	18600	\$0	25125	D	
Stock Option (Right to Buy)	\$28.67	11/2/2004		M			6400	1/16/2003	1/15/2013	Common Stock	6400	\$0	22500	D	
Stock Option (Right to Buy)	\$59.38							11/3/2003	11/2/2013	Common Stock	49500		49500	D	
Stock Option (Right to Buy)	\$54.15							12/4/2003	12/3/2013	Common Stock	15000		15000	D	
Stock Option (Right to Buy)	\$55.09							10/11/2004	10/10/2014	Common Stock	42000		42000	D	

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

Reporting Owners

Paparting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
KESKEY MICHAEL P									
7601 PENN AVENUE SOUTH			President - BBY Retail Stores						
RICHFIELD, MN 55423									

Signatures

/s/ Mark Geldernick Attorney-in-fact for Michael P. Keskey

** 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.