

BEST BUY CO INC

Reported by **DUNN BRIAN J**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/05/03 for the Period Ending 11/03/03

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



BEST BUY CO INC

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/5/2003 For Period Ending 11/3/2003

Address 7601 PENN AVE SOUTH

RICHFIELD, Minnesota 55423

Telephone 612-291-1000

CIK 0000764478

Industry Retail (Technology)

Sector Services

Fiscal Year 03/01





[] 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

OMB APPROVAL OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response... 0.5

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

					2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
DUNN BRIA	ΝJ			В	ES	ST BU	Y (COI	N(C [B	BY]							
(Last) (First) (Middle)					3. Date of Earliest Transaction (MM/DD/YYYY)									Director 10% Owner Officer (give title below) Other (specify					
7601 PENN AVENUE SOUTH						11/3/2003									below) EVP - Retail Sales				
(Street)					4. If Amendment, Date Original Filed									6. Individual or Joint/Group Filing (Check					
RICHFIELD.	, MN 55	423		(N	/IM/I	OD/YYYY)							Applicable Li					
(City) (State) (Zip)															X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table 1	I - Non-I	Deriv	ati	ve Secui	ritie	es Ac	gui	red, I	Dispo	sed of	f, or l	Beneficially	y Owned				
1.Title of Security 2.				2. Tra		2A. Deemed Execution Date, if	. 3	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) Disposed of ((Instr. 3, 4 an		5. Amou Followir (Instr. 3		unt of Securities Beneficially Owned ing Reported Transaction(s)		Form: Direct (D)	Beneficial Ownership		
						any		Code	v	Amoui	(A) or nt (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)		
Common Stock				11/3/	2003	3		A		5750	A	\$0		5750		D (1)			
Common Stock													3030		D				
Common Stock													7819		I	401(k) Plan			
1. Title of Derivate	ole II - Dei	3. Trans.	Securition 3A.	es Be	$\overline{}$	icially (5. Number				, put		1		nts, options, Amount of		ible secur 9. Number	rities) _{10.}	11. Nature	
Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date	Deemed Execution Date, if any	Trans	i. 1 i. 2 i. (Derivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4 and 5)		Expiration Date			ic und	Securities Und Derivative Sec (Instr. 3 and 4)		nderlying ecurity	Derivative Security (Instr. 5)		Ownership Form of Derivative	of Indirect Beneficial	
				Code	v	(A)	(D)	Date Exerc	isabl	Expi le Date	ration	Title	Nι	mount or umber of nares		Transaction (s) (Instr. 4)	4)		
Stock Option (Right to Buy)	\$59.38	11/3/2003		A		34500		11/3/2		11/2/	2013	Comm Stock		34500	\$0	34500	D		
Stock Option (Right to Buy)	\$11.46							4/24/1	1998	4/23/	2008	Comm Stock		22500		22500	D		
Stock Option (Right to Buy)	\$34.79							4/16/1	1999	4/15/	2009	Comm Stock		11250		11250	D		
Stock Option (Right to Buy)	\$46.75							4/14/2		4/13/	2010	Comm Stock		11250		11250	D		
Stock Option (Right to Buy)	\$16.67							12/15	/ 200 2)	12/1	4/2010	Comm Stock		13125		13125	D		
Stock Option (Right to Buy)	\$37.06							4/27/2		4/26/	2011	Comm Stock		32625		32625	D		
Stock Option (Right to Buy)	\$51.27							4/11/2		4/10/	2012	Comm Stock		43725		43725	D		
1	1				ıΤ		1	1				1	T		1	I	1		

Tabl	Table II - Derivative Securities 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.	3A. Deemed Execution Date, if	4. Trans. Code (Instr.		· · ·		6. Date Exercisable and Expiration Date		7. Title and Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative	Beneficial
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	(4)	
Stock Option (Right to Buy)	\$28.67							1/16/2003	1/15/2013	Common Stock	20000		20000	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 option vests in four equal annual installments beginning one year from the date of grant.

Reporting Owners

Panarting Owner Name / Address	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
DUNN BRIAN J										
7601 PENN AVENUE SOUTH			EVP - Retail Sales							
RICHFIELD, MN 55423										

Signatures /s/ Nancy J. Wigchers Attorney-in-fact for Brian J. Dunn

11/5/2003

** 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.

End of Filing

Powered By EDGAR*

© 2005 | EDGAR Online, Inc.