Edgar Filing: BARNES & NOBLE INC - Form 4

BARNES &	NOBLE INC										
Form 4											
February 09,	2017										
FORM	14								-	PPROVAL	
	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check thi			Expires:	January 31,							
if no long subject to	STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF						•	2005		
Section 1		SECURITIES							Estimated average burden hours per		
Form 4 o									response	•	
Form 5 obligation	-						-	ge Act of 1934,			
may cont	Section 170			•	•	- ·		f 1935 or Sectio	n		
See Instru		30(h)	of the Inv	vestment	Compan	y Act	t of 194	40			
1(b).											
(Print or Type F	Pernonses)										
(I fint of Type I	(csponses)										
1. Name and A	ddress of Reporting F	Person *	2 Issuer	Name and	Ticker or '	Fradin	σ	5. Relationship of	Reporting Pers	son(s) to	
DEASON D	Symbol	i vanie anu	Tieker of	1 I adılı	5	Issuer					
	-	BARNES & NOBLE INC [BKS]									
(Least)				[211		(Check all applicable)					
(Last)	(First) (M	liddle)	3. Date of (Month/D	Earliest Tra	ansaction			Director	100	Owner	
C/O BARN	ES & NOBLE, IN	IC 122	02/07/20	•				Difector X Officer (give		er (specify	
FIFTH AVE		0., 122	02/07/20)1 /				below)	below)		
								VP Ba	&N Developme	nt	
		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
	Filed(Mon	th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
NEW YODI	V NV 10011							Form filed by N	1 0		
NEW ION	K, NY 10011							Person			
(City)	(State) (Zip)	Table	e I - Non-D	erivative S	Securi	ties Acc	uired, Disposed o	f, or Beneficial	lly Owned	
1.Title of	2. Transaction Date	2A. Dee	med	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Executio	tion Date, if Transaction(A) or Disposed of					Securities	Form: Direct		
(Instr. 3)		Code (D)					Beneficially	(D) or	Beneficial		
		(Month/	/Day/Year) (Instr. 8) (Instr. 3, 4 as			4 and	1 5) Owned Following		Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
								Reported	(1150.7)	(11501. 7)	
						(A) or		Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	02/07/2017			F	7,194	D	\$	90 102	D		
Ctaal	02/07/2017			Г	(1)	D	0.05	89,103	D		

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

Stock

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

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

(1)

9.85

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transac Code (Instr. 8	 5. tionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 			Amou Under Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code 1	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Add	lress	Relationships							
		tor	10% Owner	Officer	Other				
DEASON DAVID S C/O BARNES & NOBLE, INC. 122 FIFTH AVENUE NEW YORK, NY 10011				VP B&N Development					
Signatures									
/s/ David S. Deason	02/09/2017	7							

<u>**</u>Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Shares withheld by the Issuer on vesting of restricted stock units (payable solely in common stock of the Issuer on each vesting date) to cover applicable withholding taxes.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.