

BED BATH &amp; BEYOND INC

Form 4/A

April 11, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**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(h) of the Investment Company Act of 1940

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STARK ARTHUR

(Last) (First) (Middle)

C/O BED BATH & BEYOND  
INC., 650 LIBERTY AVENUE

(Street)

UNION, NJ 07083

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
BED BATH & BEYOND INC  
[BBBY]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/04/2008

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
02/06/2008

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
President and CMO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.01 per share	02/04/2008		M		7,600	A	\$ 11.8282
							384,392
Common Stock, par value \$0.01 per share	02/04/2008		S		100	D	\$ 32
							384,292
	02/04/2008		S		7,500	D	
							376,792

Edgar Filing: BED BATH & BEYOND INC - Form 4/A

Common Stock, par value \$0.01 per share					\$ 32.3563		
Common Stock, par value \$0.01 per share	02/06/2008	M	88,400	A	\$ 11.8282	465,192	D
Common Stock, par value \$0.01 per share	02/06/2008	M	60,000	A	\$ 16.125	525,192	D
Common Stock, par value \$0.01 per share	02/06/2008	S	14,800	D	\$ 30	510,392	D
Common Stock, par value \$0.01 per share	02/06/2008	S	200	D	\$ 30.01	510,192	D
Common Stock, par value \$0.01 per share	02/06/2008	S	1,000	D	\$ 30.08	509,192	D
Common Stock, par value \$0.01 per share	02/06/2008	S	6,700	D	\$ 30.1	502,492	D
Common Stock, par value \$0.01 per share	02/06/2008	S	2,700	D	\$ 30.11	499,792	D
Common Stock, par value \$0.01 per share	02/06/2008	S	1,500	D	\$ 30.12	498,292	D
	02/06/2008	S	4,800	D	\$ 30.13	493,492	D

Edgar Filing: BED BATH & BEYOND INC - Form 4/A

Common  
Stock, par  
value  
\$0.01 per  
share

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

3,400

D

\$ 30.14

490,092

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

5,617

D

\$ 30.15

484,475

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

6,583

D

\$ 30.16

477,892

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

1,100

D

\$ 30.17

476,792

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

3,600

D

\$ 30.18

473,192

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

400

D

\$ 30.19

472,792

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

2,600

D

\$ 30.2

470,192

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

500

D

\$ 30.22

469,692

D

02/06/2008

S

1,200

D

\$ 30.24

468,492

D

Edgar Filing: BED BATH & BEYOND INC - Form 4/A

Common  
Stock, par  
value  
\$0.01 per  
share

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

2,200

D

\$ 30.25

466,292

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

500

D

\$ 30.26

465,792

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

1,100

D

\$ 30.29

464,692

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

600

D

\$ 30.31

464,092

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

500

D

\$ 30.32

463,592

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

3,800

D

\$ 30.33

459,792

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

3,900

D

\$ 30.34

455,892

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/06/2008

S

400

D

\$ 30.35

455,492

D

02/06/2008

S

2,900

D

\$ 30.36

452,592

D

Common  
Stock, par  
value  
\$0.01 per  
share

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

**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.**

SEC 1474  
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11.8282	02/04/2008		M		7,600		<u>(1)</u>	05/27/2008	Common Stock	7,600
Employee Stock Option (right to buy)	\$ 11.8282	02/06/2008		M		88,400		<u>(1)</u>	05/27/2008	Common Stock	88,400
Employee Stock Option (right to buy)	\$ 16.125	02/06/2008		M		60,000		<u>(1)</u>	05/26/2009	Common Stock	60,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

President and CMO

STARK ARTHUR  
C/O BED BATH & BEYOND INC.  
650 LIBERTY AVENUE  
UNION, NJ 07083

## Signatures

/s/ Ori Solomon -  
Attorney-in-Fact

04/11/2008

\_\_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) The stock option was fully exercisable.

### Remarks:

This is the first of two Form 4s filed by Arthur Stark on April 11, 2008, amending and restating in their entirety the two Form

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.