

Edgar Filing: BARNES & NOBLE INC - Form 5

BARNES & NOBLE INC
 Form 5
 March 17, 2003

 FORM 5

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6.
Riggio Leonard	Barnes & Noble, Inc. Symbol=BKS	X
----- (Last) (First) (Middle)	3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)	4. Statement for Month/Year
c/o Barnes & Noble, Inc. 122 Fifth Avenue		1/03 (1)
----- (Street)		5. If Amendment, Date of Original (Month/Year)
New York New York 10011		7.
----- (City) (State) (Zip)		X

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 Exemption 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 Transaction
				Amount or Price	
Common Stock	12/5/02		G	600,000 D -0-	8,567,1
Common Stock					2,652,3

Reminder: Report on a separate line for each class of securities beneficially owned directly of indirectly.
 * If the form is filed by more than one reporting person, see instruction 4(b)(v).

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