

Edgar Filing: BARNES & NOBLE INC - Form 8-K

BARNES & NOBLE INC
Form 8-K
May 27, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 27, 2004

BARNES & NOBLE, INC.

(Exact name of Registrant as Specified in its Charter)

| | | |
|---|--------------------------|--------------------------------------|
| Delaware | 1-12302 | 06-1196501 |
| ----- | ----- | ----- |
| (State or other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 122 Fifth Avenue, New York, NY | | 10011 |
| ----- | | ----- |
| (Address of Principal Executive Offices) | | (Zip Code) |
| Registrant's Telephone Number, Including Area Code (212) 633-3300 | | ----- |

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events.

On May 27, 2004, Barnes & Noble, Inc. ("Barnes & Noble") issued a press release announcing the completion of the previously announced merger (the "Merger") of barnesandnoble.com inc. ("Barnes & Noble.com") with a wholly owned subsidiary of Barnes & Noble. The Merger was approved by the shareholders of Barnes & Noble.com at a special meeting held on May 27, 2004. As a result of the Merger, Barnes & Noble.com became a privately held company, wholly owned by Barnes & Noble.

A copy of the press release with respect to the completion of the Merger is filed herewith as Exhibit 99.1.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

99.1 Press Release issued by Barnes & Noble on May 27, 2004.

SIGNATURE

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BARNES & NOBLE, INC.

By:/s/ Joseph Lombardi

Joseph Lombardi
Chief Financial Officer

Date: May 27, 2004

EXHIBIT INDEX

| EXHIBIT NO. ----- | DESCRIPTION ----- |
|----------------------|---|
| Exhibit 99.1 | Press Release issued by Barnes & Noble on May 27, 2004. |