

Troia Christopher  
Form 4  
April 27, 2006

# FORM 4

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

OMB APPROVAL

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## 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Troia Christopher

2. Issuer Name and Ticker or Trading Symbol  
BARNES & NOBLE INC [BKS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O BARNES & NOBLE, INC., 122  
FIFTH AVENUE

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/25/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Chief Information Officer

(Street)

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

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

NEW YORK, NY 10011

(City) (State) (Zip)

**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 or Price			
Common Stock	04/25/2006		M		3,538 <u>(1)</u>	A	\$ 22.7154 <u>(1)</u> 26,408	D
Common Stock	04/25/2006		M		8,845 <u>(1)</u>	A	\$ 13.2265 <u>(1)</u> 35,253	D
Common Stock	04/25/2006		M		2,434 <u>(1)</u>	A	\$ 11.2694 <u>(1)</u> 37,687	D
Common Stock	04/25/2006		M		17,691 <u>(1)</u>	A	\$ 24.1497 55,378	D

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Common Stock	04/25/2006	M	689 <sup>(1)</sup>	A	\$ 21.6697	56,067	D
Common Stock	04/25/2006	M	17,691 <sup>(1)</sup>	A	\$ 22.9839	73,758	D
Common Stock	04/25/2006	S	50,888	D	\$ 45.0169	22,870	D

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.**

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(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
Stock Option (Right to Buy)	\$ 22.7154	04/25/2006		M	3,538 <sup>(1)</sup>	06/01/2005	06/01/2011	Common Stock	3,538 <sup>(1)</sup>
Stock Option (Right to Buy)	\$ 13.2265	04/25/2006		M	8,845 <sup>(1)</sup>	07/24/2005	07/23/2012	Common Stock	8,845 <sup>(1)</sup>
Stock Option (Right to Buy)	\$ 11.2694	04/25/2006		M	2,434 <sup>(1)</sup>	03/13/2006 <sup>(3)</sup>	03/12/2013	Common Stock	2,434 <sup>(1)</sup>
Stock Option (Right to Buy)	\$ 24.1497	04/25/2006		M	17,691 <sup>(1)</sup>	02/05/2006 <sup>(4)</sup>	02/04/2014	Common Stock	17,691 <sup>(1)</sup>

