

WAMBACH BARBARA L  
 Form 4  
 October 01, 2009

**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 \*  
**WAMBACH BARBARA L**

(Last) (First) (Middle)  
 400 VALLEY DRIVE  
 (Street)

BRISBANE, CA 94005-1208

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 bebe stores, inc. [BEBE]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 09/29/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title Under (Instr.)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	(A) or Disposed of (D) (Instr. 3, 4, and 5)	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 12.73	09/29/2009	D			7,857		09/10/2008 <sup>(1)</sup>	09/10/2017 <sup>(2)</sup>	Com Sto
Incentive Stock Option (right to buy)	\$ 18.29	09/29/2009	D			3,009		09/08/2009 <sup>(4)</sup>	09/08/2015 <sup>(2)</sup>	Com Sto
Incentive Stock Option (right to buy)	\$ 21.3	09/29/2009	D			6,812		09/08/2007 <sup>(6)</sup>	09/08/2016 <sup>(2)</sup>	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 7.64	09/29/2009	A		1,635			<sup>(8)</sup>	09/29/2016	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 7.64	09/29/2009	A		3,799			<sup>(8)</sup>	09/29/2016	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 7.64	09/29/2009	A		3,307			<sup>(8)</sup>	09/29/2016	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 7.64	09/29/2009	A		6,402			<sup>(8)</sup>	09/29/2016	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 7.64	09/29/2009	A		6,892			<sup>(11)</sup>	09/29/2016	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 7.64	09/29/2009	A		36,968			<sup>(11)</sup>	09/29/2016	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 12.73	09/29/2009	D			42,143		09/10/2008 <sup>(1)</sup>	09/10/2017 <sup>(2)</sup>	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 18.29	09/29/2009	D			6,991		09/08/2009 <sup>(4)</sup>	09/08/2015 <sup>(2)</sup>	Com Sto
Non-Qualified Stock Option (right to buy)	\$ 21.3	09/29/2009	D			13,188		09/08/2007 <sup>(6)</sup>	09/08/2016 <sup>(2)</sup>	Com Sto

