

Edgar Filing: BARNES & NOBLE INC - Form 5

BARNES & NOBLE INC  
 Form 5  
 March 19, 2002

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(f) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 5 or Form 4 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. ("BKS")                                     |                             | X   |
| (Last)                                       | (First)  | (Middle) |  |                             | --- |
| c/o Barnes & Noble, Inc.<br>122 Fifth Avenue |          |          | 3. IRS or Social Security Number of Reporting Person (Voluntary) | 4. Statement for Month/Year | X   |
| (Street)                                     |          |          |  |                             | --- |
| New York,                                    | New York | 10011    |  |                             |     |
| (City)                                       | (State)  | (Zip)    |  |                             |     |
|  |          |          | 5. If Amendment, Date of Original (Month/Year)                   |                             | 7.  |
|  |          |          |  |                             | X   |

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

| 1. Title of Security (Instr.3) | 2. Transaction Date (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 at End of Issuer's Fiscal Year (Instr. 3 and 4) |
|--------------------------------|--------------------------------------|--------------------------------|---|----------|-----|--|
|                                |                                      |                                | Amount  | or Price |     |  |
|                                |                                      |                                | (A)   | (D)      |     |  |
| Common Stock                   | 10/22/01                             | G                              | 250,000   | D        | -0- | 9,167,13   |
| Common Stock                   |                                      |                                |   |          |     | 2,652,33   |

\* If the form is filed by more than one reporting person, see instruction 4(b)(v).

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Reminder: Report on a separate line of each class of securities beneficially owned directly or indirectly by the reporting person.  
(Print or Type Responses)