## Edgar Filing: BARNES & NOBLE INC - Form 4

BARNES &	NOBLE INC										
Form 4											
May 11, 200	7										
FORM	1								-	PPROVAL	
	UNITE	D STATES			ND EX( D.C. 20:		NGE (	COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 or	er <b>STATE</b> 6.	F CHAN	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						January 31, 2005 average irs per		
Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed p <sup>15</sup> Section 1	7(a) of the 1		ility Hold	ling Com	ipany	Act o	ge Act of 1934, f 1935 or Sectic 40	response	0.5	
(Print or Type R	Responses)										
1. Name and A LOMBARD	2. Issuer Name <b>and</b> Ticker or Trading Symbol BARNES & NOBLE INC [BKS]				-	5. Relationship of Reporting Person(s) to Issuer					
(Last)				ate of Earliest Transaction				(Cheo	ck all applicable	e)	
. ,	ES & NOBLE,	. ,	(Month/Da 05/09/20	ay/Year)				Director X_Officer (giv below) Chief		6 Owner er (specify eer	
				if Amendment, Date Original ed(Month/Day/Year)				<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>			
NEW YORK	K, NY 10011							Form filed by I Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Table	I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any	med on Date, if Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) of l of (D 4 and (A) or	) 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)	
Common Stock	05/09/2007			Code V A	Amount 2,950 (1)	(D) A	Price \$ 0	57,320	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.

 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)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	5. tionNumber of ) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	Date	Amou Unde Secur	le and unt of rlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## Edgar Filing: BARNES & NOBLE INC - Form 4

## **Reporting Owners**

Reporting Owner Name / Address		Relationships							
		Director	10% Owner	Officer	Other				
LOMBARDI JOSEPH C/O BARNES & NOBLE, 122 FIFTH AVENUE NEW YORK, NY 10011	INC.			Chief Financial Officer					
Signatures									
/s/ Joseph Lombardi	05/11/	2007							

<u>\*\*</u>Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Grant of restricted shares vesting in equal installments on May 9 of each of the years 2008 through 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.