

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
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.
Dillard, II William			Barnes & Noble, Inc. ("BKS")		X
(Last)	(First)	(Middle)			---
c/o Dillard's, Inc. 1600 Cantrell Road			3. IRS or Social Security Number of Reporting Person (Voluntary)	4. Statement for Month/Year 01/02 (1)	---
(Street)					
Little Rock,	Arkansas	72201			
(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. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount Securi- ties Bene- ficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)
-----	-----	-----	Amount	Price	-----
			(A) or (D)		

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

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* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).
(Print or Type Responses)