

WILLETT ROBERT A
Form 4
August 03, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
WILLETT ROBERT A

2. Issuer Name and Ticker or Trading Symbol
BEST BUY CO INC [BBY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
7601 PENN AVENUE SOUTH

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/02/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CEO- International & CIO

RICHFIELD, MN 55423

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 08/01/2007 | | P | 11,300 A \$ 43.86 | 56,150 | D | |
| Common Stock | | | | | 103,820 | D ⁽¹⁾ | |
| Common Stock | | | | | 7,500 | D ⁽²⁾ | |
| Common Stock | | | | | 259 | I | 401(k) Plan |

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 (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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 34.44 | | | | | 04/12/2002 ⁽⁴⁾ 04/11/2012 | Common Stock | 11,250 |
| Stock Option (Right to Buy) | \$ 37 | | | | | 04/23/2004 ⁽³⁾ 04/22/2014 | Common Stock | 150,000 |
| Stock Option (Right to Buy) | \$ 36.73 | | | | | 10/11/2004 ⁽³⁾ 10/10/2014 | Common Stock | 45,000 |
| Stock Option (Right to Buy) | \$ 46.8 | | | | | 11/08/2005 ⁽³⁾ 11/07/2015 | Common Stock | 30,005 |
| Stock Option (Right to Buy) | \$ 55.46 | | | | | 10/23/2006 ⁽³⁾ 10/22/2016 | Common Stock | 110,500 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WILLETT ROBERT A
7601 PENN AVENUE SOUTH
RICHFIELD, MN 55423

CEO-
International &
CIO

Signatures

/s/ Lisa Beth Lentini Attorney-in-fact for Robert A.
Willett

08/03/2007

__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) Restricted shares that will vest at 100% on April 26, 2007, based on the continued employment of Mr. Willett with Best Buy.
 - (2) Restricted shares that will vest in a range from 0%-100% three years from the date of grant, depending on satisfaction of certain performance factors.
 - (3) The date indicated is the grant date and the options vest in four equal annual installments beginning one year from such date.
 - (4) Unregistered securities acquired in recognition of services to the board prior to employment with the company.

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.