

DUNN BRIAN J  
Form 4  
November 12, 2004

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DUNN BRIAN J

(Last) (First) (Middle)

7601 PENN AVENUE SOUTH

(Street)

RICHFIELD, MN 55423

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/11/2004

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)

EVP - Retail Sales

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                   | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 11/11/2004                              |                                                             | M                                    |                                                                     | 22,500                                                                                                             | A                                                                    | \$<br>11.46                                                       |
| Common<br>Stock                       | 11/11/2004                              |                                                             | M                                    |                                                                     | 9,843                                                                                                              | A                                                                    | \$<br>16.67                                                       |
| Common<br>Stock                       | 11/11/2004                              |                                                             | S                                    |                                                                     | 32,343                                                                                                             | D                                                                    | \$ 60                                                             |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                     |                                                                                                                    |                                                                      | 11,000                                                            |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                     |                                                                                                                    |                                                                      | 8,478                                                             |

D <sup>(1)</sup>

401(k)  
Plan

# Edgar Filing: DUNN BRIAN J - Form 4

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    | Date Exercisable Expiration<br>Date Date                       | Title Amount<br>or<br>Number<br>of Shares                           |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 11.46                                                           | 11/11/2004                              |                                                             | M                                    | 22,500                                                                                                       | 04/24/1998 <sup>(2)</sup> 04/23/2008                           | Common<br>Stock 22,500                                              |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 34.79                                                           |                                         |                                                             |                                      |                                                                                                              | 04/16/1999 <sup>(2)</sup> 04/15/2009                           | Common<br>Stock 11,250                                              |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 46.75                                                           |                                         |                                                             |                                      |                                                                                                              | 04/14/2000 <sup>(2)</sup> 04/13/2010                           | Common<br>Stock 11,250                                              |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 16.67                                                           | 11/11/2004                              |                                                             | M                                    | 9,843                                                                                                        | 12/15/2000 <sup>(2)</sup> 12/14/2010                           | Common<br>Stock 9,843                                               |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 37.06                                                           |                                         |                                                             |                                      |                                                                                                              | 04/27/2001 <sup>(2)</sup> 04/26/2011                           | Common<br>Stock 32,623                                              |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 51.27                                                           |                                         |                                                             |                                      |                                                                                                              | 04/11/2002 <sup>(2)</sup> 04/10/2012                           | Common<br>Stock 43,723                                              |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 28.67                                                           |                                         |                                                             |                                      |                                                                                                              | 01/16/2003 <sup>(2)</sup> 01/15/2013                           | Common<br>Stock 20,000                                              |

|                                      |          |                           |            |                 |        |
|--------------------------------------|----------|---------------------------|------------|-----------------|--------|
| Stock<br>Option<br>(Right to<br>Buy) | \$ 59.38 | 11/03/2003 <sup>(2)</sup> | 11/02/2013 | Common<br>Stock | 34,500 |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 55.09 | 10/11/2004 <sup>(2)</sup> | 10/10/2014 | Common<br>Stock | 31,500 |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                    |       |
|---------------------------------------------------------------|---------------|-----------|--------------------|-------|
|                                                               | Director      | 10% Owner | Officer            | Other |
| DUNN BRIAN J<br>7601 PENN AVENUE SOUTH<br>RICHFIELD, MN 55423 |               |           | EVP - Retail Sales |       |

## Signatures

/s/ Mark Geldernick Attorney-in-fact for Brian J. Dunn 11/11/2004

\_\_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 in a range from 0%-100% three years from the date of grant, depending on satisfaction of certain performance factors.
- (2) The date indicated is the grant date and the options vest in four equal annual installments beginning one year from such date.

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.