

BED BATH & BEYOND INC
Form 4
January 09, 2007

FORM 4

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

OMB APPROVAL

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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 *
EISENBERG WARREN

2. Issuer Name and Ticker or Trading Symbol
BED BATH & BEYOND INC [BBBY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O BED BATH & BEYOND INC., 650 LIBERTY AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/08/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Co-Chairman

UNION, NJ 07083

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 or Price					
Common Stock, par value \$0.01 per share	01/08/2007		S		277	D	\$ 39.88	970,723 ⁽¹⁾	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007		S		934	D	\$ 39.86	969,789 ⁽¹⁾	I	By Charitable Foundation
	01/08/2007		S		857	D		968,932 ⁽¹⁾	I	

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Common Stock, par value \$0.01 per share					\$ 39.85				By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	1,658	D	\$ 39.84	967,274	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	1,105	D	\$ 39.83	966,169	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	1,146	D	\$ 39.81	965,023	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	4,319	D	\$ 39.8	960,704	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	111	D	\$ 39.79	960,593	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	304	D	\$ 39.78	960,289	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	193	D	\$ 39.77	960,096	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	3,417	D	\$ 39.76	956,679	(1)	I	By Charitable Foundation
	01/08/2007	S	525	D		956,154	(1)	I	

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Common Stock, par value \$0.01 per share					\$ 39.74				By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	829	D	\$ 39.73	955,325	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	182	D	\$ 39.72	955,143	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	276	D	\$ 39.71	954,867	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	221	D	\$ 39.7	954,646	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	829	D	\$ 39.69	953,817	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	300	D	\$ 39.68	953,317	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	3,100	D	\$ 39.67	950,417	(1)	I	By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	8,716	D	\$ 39.66	941,701	(1)	I	By Charitable Foundation
	01/08/2007	S	17,378	D		924,323	(1)	I	

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Common Stock, par value \$0.01 per share					\$ 39.65				By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	2,923	D	\$ 39.64	921,400 ⁽¹⁾	I		By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	1,700	D	\$ 39.63	919,700 ⁽¹⁾	I		By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	4,500	D	\$ 39.62	915,200 ⁽¹⁾	I		By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	800	D	\$ 39.61	914,400 ⁽¹⁾	I		By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	15,300	D	\$ 39.6	899,100 ⁽¹⁾	I		By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	9,807	D	\$ 39.59	889,293 ⁽¹⁾	I		By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	6,493	D	\$ 39.58	882,800 ⁽¹⁾	I		By Charitable Foundation
Common Stock, par value \$0.01 per share	01/08/2007	S	7,723	D	\$ 39.57	875,077 ⁽¹⁾	I		By Charitable Foundation
	01/08/2007	S	3,600	D		871,477 ⁽¹⁾	I		

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Represents shares held by a charitable foundation of which Mr. Eisenberg and his family members are trustees and officers. Mr. Eisenberg disclaims beneficial ownership of such shares.

Remarks:

Form 4 Filing: Related transactions effected by the Reporting Person on Jan. 8, 2007 are reported on additional Form 4 filed on

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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