

Bass Paul M
Form 4
December 06, 2006

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Bass Paul M

(Last) (First) (Middle)

ONE MERCER ROAD

(Street)

NATICK, MA 01760

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BJS WHOLESALE CLUB INC [BJ]

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

12/05/2006

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 ____ Other (specify
below) below)

EVP - Merchandising

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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/05/2006		M		28,000	A	\$ 25.45 32,000
Common Stock	12/05/2006		M		18,000	A	\$ 25.25 50,000
Common Stock	12/05/2006		M		9,000	A	\$ 27.32 59,000
Common Stock	12/05/2006		M		5,000	A	\$ 26.18 64,000
Common Stock	12/05/2006		S		5,000	D	\$ 32.26 59,000

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Common Stock	12/05/2006	S	9,300	D	\$ 32.25	49,700	D
Common Stock	12/05/2006	S	700	D	\$ 32.3	49,000	D
Common Stock	12/05/2006	S	45,000	D	\$ 32.213	4,000	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (right to buy)	\$ 25.45	12/05/2006		M	10,000	05/28/2004 05/25/2010	Common Stock 10,000
Option (right to buy)	\$ 25.45	12/05/2006		M	6,000	05/28/2004 09/17/2009	Common Stock 6,000
Option (right to buy)	\$ 25.45	12/05/2006		M	6,000	(1) 09/14/2010	Common Stock 6,000
Option (right to buy)	\$ 25.45	12/05/2006		M	6,000	(2) 09/25/2011	Common Stock 6,000
Option (right to buy)	\$ 25.25	12/05/2006		M	18,000	(3) 12/02/2013	Common Stock 18,000
Option (right to buy)	\$ 27.32	12/05/2006		M	9,000	(4) 09/29/2014	Common Stock 9,000
	\$ 26.18	12/05/2006		M	5,000	(5) 05/26/2015	5,000

Option
(right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bass Paul M ONE MERCER ROAD NATICK, MA 01760			EVP - Merchandising	

Signatures

s/ Kellye L. Walker,
Attorney-in-fact

12/06/2006

__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) Vested - 4,500 shares on 5/28/04 and 1,500 shares on 9/14/04
- (2) Vested - 3,000 shares on 5/28/04, 1,500 shares on 9/25/04 and 1,500 shares on 9/25/05
- (3) Vests in four (4) equal annual increments beginning 12/2/04
- (4) Vests in four (4) equal annual increments beginning 9/29/05
- (5) Vests in four (4) equal annual increments beginning 5/26/06

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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