PAGANO JOSEPH S

Form 4

January 17, 2003

FORM 4

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

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . 0.5

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			6. Relationship of Reporting Person(s) to Issuer
			(Check all applicable)
			_ Director
Name and Address of Reporting Person *			10% Owner
Pagano, Joseph S. (Last) (First) (Middle)	2. Issuer Name and Ticker or Trading Symbol	4. Statement for (Month/Day/Year)	X Officer (give title below)
	Best Buy Co., Inc.	(Month/Day/Tear)	_ Other (specify below)
7075 Flying Cloud Drive	BBY		_ Other (specify below)
7073 Hying Cloud Diffe		01/16/2003	
(Street)			Senior Vice President - Enterprise Entertainment
Eden Prairie, MN 55344 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year)	7. 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)	Date	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)	Owned Following Reported Transaction(s)	Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Code	V	Amount	(A) or (D)	Price			
Common Stock							3,656	D	
Common Stock							232	I	401(k)

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

	2.			4. Transa Code (Instr.	acti	5. Numl of Derivati Securiti Acquire (A) or Dispose (D) (Instr. 3 and 5)	ive es ed	6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative	
Derivative Security	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/ Year)	3A. Deemed Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	or	Owned Following Reported Transaction(s) (Instr. 4)	Securities: Direct (D) or Indirect (I) (Instr. 4)	11. N of In Bene Own (Inst
Stock Option (Right to Buy)	\$11.46								04/23/08	Common Stock	11,250	11,250	D	
Stock Option (Right to Buy)	\$34.79								04/15/09 (1)	Common Stock	8,790	8,790	D	
Stock Option (Right to Buy)	\$46.75								04/13/10 (1)	Common Stock	11,250	11,250	D	
Stock Option (Right to Buy)	\$37.06								04/26/11	Common Stock	32,625	32,625	D	
Stock Option (Right to Buy)	\$51.27								04/10/12	Common Stock	32,625	32,625	D	
Stock Option (Right to Buy)	\$28.67	01/16/03		A		15,000		01/16/03 (1)	01/15/13	Common Stock	15,000	15,000	D	
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Explanation of Responses:

Lagar Filling. 17 ta/tive december 1 of the 1						
(1) Options vest in four equal annual installments beginning one year after	r the original date of grant.					
/s/ Nancy J. Wigchers	01/17/03					
** Signature of Reporting Person	Date					
Nancy J. Wigchers Attorney in fact for: Joseph S. Pagano						
Reminder: Report on a separate line for each class of securities beneficially ow	rned directly or indirectly.					
* If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v)						
** Intentional misstatements or omissions of facts constitute Federal Criminal See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).	Violations.					
Note: File three copies of this Form, one of which must be manually signed. I	f space is insufficient, see Instruction 6 for procedure.					
http://www.sec.gov/divisions/corpfin/forms/form4.htm						
Last update: 09/05/2002						

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that I, Joseph S. Pagano, hereby constitute and appoint Joseph M. Joyce, Nancy J. Wigchers, Mark Geldernick, and Joseph W. Wirth and each of them, my true and lawful attorneys-in-fact and agents, each acting alone, with full powers of substitution and resubstitution for me and in my name, place and stead, to sign any reports on Form 4 (Statement of Changes in Beneficial Ownership of Securities) and Form 5 (Annual Statement of Changes in Beneficial Ownership) relating to transactions by me in Common Stock or other securities of Best Buy Co., Inc., and all amendments thereto, and to file the same, with the Securities and Exchange Commission and the New York Stock Exchange, Inc., granting unto said attorneys-in-fact and agents, and each of them, or their substitutes, full power and authority to do and perform each and every act and thing requisite or necessary to be done, as fully to all intents and purposes as I might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, or their substitutes, may lawfully do or cause to be done by virtue hereof. This Power of Attorney shall be effective until such time as I deliver a written revocation thereof to my above-named attorneys-in-fact and agents.

Dated: August 28, 2002 /s/ Joseph S. Pagano

Joseph S. Pagano