

LONDON MICHAEL  
Form 4  
February 13, 2006

**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 \*  
LONDON MICHAEL

(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)  
02/13/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

EVP - Sourcing & Alliances

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/13/2006		M		1,875 A \$ 7.64	17,826	D
Common Stock	02/13/2006		M		13,125 A \$ 31.17	30,951	D
Common Stock	02/13/2006		M		1,463 A \$ 24.71	32,414	D
Common Stock	02/13/2006		M		12,500 A \$ 19.11	44,914	D
Common Stock	02/13/2006		M		10,558 A \$ 34.18	55,472	D

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Common Stock	02/13/2006	S	39,521	D	\$ 52.1	15,951	D	
Common Stock						16,500	D <sup>(1)</sup>	
Common Stock						1,394	I	401(k) Plan
Common Stock						900	I	Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 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
Stock Option (Right to Buy)	\$ 1.42					04/18/1997 <sup>(2)</sup> 04/17/2007	Common Stock 7,125
Stock Option (Right to Buy)	\$ 7.64	02/13/2006		M	1,875	04/24/1998 <sup>(2)</sup> 04/23/2008	Common Stock 1,875
Stock Option (Right to Buy)	\$ 31.17	02/13/2006		M	13,125	04/14/2000 <sup>(2)</sup> 04/13/2010	Common Stock 13,125
Stock Option (Right to Buy)	\$ 24.71	02/13/2006		M	1,463	04/27/2001 <sup>(2)</sup> 04/26/2011	Common Stock 1,463
Stock Option	\$ 34.18	02/13/2006		M	10,588	04/11/2002 <sup>(2)</sup> 04/10/2012	Common Stock 10,588

(Right to Buy)

Stock Option (Right to Buy)	\$ 19.11	02/13/2006	M	12,500	01/16/2003 <sup>(2)</sup>	01/15/2013	Common Stock	22,500
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Stock Option (Right to Buy)	\$ 39.59				11/03/2003 <sup>(2)</sup>	11/02/2013	Common Stock	61,200
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Stock Option (Right to Buy)	\$ 36.73				10/11/2004 <sup>(2)</sup>	10/10/2014	Common Stock	47,250
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LONDON MICHAEL 7601 PENN AVENUE SOUTH RICHFIELD, MN 55423			EVP - Sourcing & Alliances	

## Signatures

/s/ Matthew J. Norman Attorney-in-fact for Michael London	02/13/2006
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\_\_\_\_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.

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