THOMPSON MARK C

Form 4

April 18, 2003

FORM 4

o 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

			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Name and Address of Reporting			_X_ Director
Person *			_ Officer (give title below)
Thompson Mark C.	2. Issuer Name and Ticker or Trading Symbol	4. Statement for Month/Day/Year	
(Last) (First) (Mide	Best Buy Co., Inc. BBY	4/14/2003	10% Owner
7601 Penn Avenue South			_ Other (specify below)
(Street)	3. I.R.S. Identification Number of Reporting Person, if an entity	5. If Amendment, Date of Original	
Richfield MN 55423	(voluntary)	(Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line)
(City) (State) (Zip)			_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	2. Transaction Date (Month/Day/	2A. Deemed Execution Date, if any (Month/Day/ Year)		4. Securities Acquired (A) or Disposed of (D)	Owned Following	or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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Common Stock							2,300	D	
		Code	V	Amount	(A) or (D)	Price			
	_			_			_		

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

			4. Transacti		(Instr. 3, 4		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			Securities	10. Ownership Form of Derivative		
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Transaction Date (Month/Day/	3A. Deemed Execution Date, if any (Month/Day/ Year)	Code				Date Exercisable	Expiration Date		Amount or Number	8. Price of Derivative	Owned Following	Securities: Direct (D) or Indirect (I) (Instr. 4)	11. Na of Indi Benefi Owner (Instr.
Stock Option (Right to Buy)	\$46.75								04/13/10	Common Stock	7,500		7,500	D	
Stock Option (Right to Buy)	\$37.06								04/26/11	Common Stock	7,500		7,500	D	
Stock Option (Right to Buy)	\$51.27								04/10/12	Common Stock	7,500		7,500	D	
Stock Option (Right to Buy)	\$30.98	04/14/03		A		7,500		04/14/03	04/13/13	Common Stock	7,500		7,500	D	

Explanation of Responses:		

/s/Nancy J. Wigchers	04/18/03
** Signature of Reporting Person	Date
Nancy J. Wigchers	
Attorney-in-fact for:	
Mark C. Thompson	
Reminder: Report on a separate line for each class of securities beneficially owned dire	ctly or indirectly.
* 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 Violation See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).	ns.
Note: File three copies of this Form, one of which must be manually signed. If space i	s 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, Mark C. Thompson, 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 27, 2002 /s/ Mark C. Thompson Mark C. Thompson