

BOOKS A MILLION INC  
Form 8-K  
April 30, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 28, 2012

**BOOKS-A-MILLION, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State of Incorporation)

**0-20664**  
(Commission

File Number)

**63-0798460**  
(IRS Employer

Identification Number)

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**402 Industrial Lane**

**Birmingham, Alabama 35211**

(Address of principal executive offices, including zip code)

**(205) 942-3737**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On April 28, 2012, Books-A-Million, Inc. (the Company ) received a letter from Clyde B. Anderson, its Executive Chairman, proposing a potential transaction in which the Anderson family would acquire the Company through a merger of the Company with an acquisition vehicle to be formed by the Anderson family. The letter and related press release issued by Mr. Anderson are attached to this report as Exhibits 99.1 and 99.2, respectively, and are incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit No. | Exhibit                                                                        |
|-------------|--------------------------------------------------------------------------------|
| 99.1        | Proposal Letter, dated April 28, 2012, to the Board of Directors of the Issuer |
| 99.2        | Press Release dated April 30, 2012                                             |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BOOKS-A-MILLION, INC.**

By: /s/ Terrance G. Finley  
Terrance G. Finley

Chief Executive Officer and President

Dated: April 30, 2012