

BARNES & NOBLE INC

Filed by
RIGGIO LEONARD

FORM SC 13D/A (Amended Statement of Beneficial Ownership)

Filed 12/04/17

Address	122 FIFTH AVE NEW YORK, NY, 10011
Telephone	2126333300
CIK	0000890491
Symbol	BKS
SIC Code	5940 - Retail-Miscellaneous Shopping Goods Stores
Industry	Other Specialty Retailers
Sector	Consumer Cyclical
Fiscal Year	05/29

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 18)

Barnes & Noble, Inc.

(Name of Issuer)

Common Stock, par value \$.001 per share

(Title of Class of Securities)

067774109

(CUSIP Number)

**Leonard Riggio
c/o Barnes & Noble, Inc.
122 Fifth Avenue
New York, NY 10011
(212) 633-3300**

with a copy to:

**Bryan Cave LLP
1290 Avenue of the Americas
New York, New York 10104
Attention: Jay M. Dorman
Telephone (212) 541-2018**

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

December 1, 2017

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.

(Continued on the following pages)

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

1	NAMES OF REPORTING PERSONS		
	Leonard Riggio		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		PF <input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION		United States of America
	NUMBER OF	7	SOLE VOTING POWER
	SHARES		8,594,491
	BENEFICIALLY	8	SHARED VOTING POWER
	OWNED BY		5,457,641
	EACH	9	SOLE DISPOSITIVE POWER
	REPORTING		8,594,491
	PERSON WITH	10	SHARED DISPOSITIVE POWER
			5,457,641
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		14,052,132
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		19.3%
14	TYPE OF REPORTING PERSON		IN

Introductory Statement

This Amendment No. 18 to Schedule 13D (“Amendment No. 18”) is being filed by Leonard Riggio (the “Reporting Person” or “Mr. Riggio”), to amend the Item specified below in the Reporting Person’s Schedule 13D with respect to the common stock, \$.001 par value (“Common Stock”), of Barnes & Noble, Inc., a Delaware corporation (the “Company”), as such Schedule 13D has previously been amended and supplemented.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is amended and supplemented as follows:

(a) and (b) The beneficial ownership percentages used herein are calculated based upon the 72,786,736 shares of Common Stock issued and outstanding as of October 31, 2017, as reported in the Company’s Form 10-Q for the quarterly period ended October 28, 2017, filed with the Securities and Exchange Commission on November 30, 2017. The share amounts used herein are as of December 1, 2017 after giving effect to the purchase reported in (c) below.

Mr. Riggio is the beneficial owner of 14,052,132 shares, or 19.3%, of the Common Stock. Mr. Riggio is the direct beneficial owner of 8,594,491 shares of Common Stock. Mr. Riggio has the sole power to vote and dispose of all of such directly owned shares. Mr. Riggio and his wife, Louise Riggio (“Mrs. Riggio”), are the indirect beneficial owners of 2,316,668 shares of Common Stock owned by LRBKS Holdings, Inc., a Delaware corporation owned by Mr. Riggio and Mrs. Riggio (“LRBKS”) and have the power to direct the vote and disposition of the shares owned by LRBKS. Mr. Riggio and Mrs. Riggio are the indirect beneficial owners of 3,140,973 shares of Common Stock as co-trustees of The Riggio Foundation, a charitable trust.

(c) On December 1, 2017, Mr. Riggio purchased an aggregate of 1,000,000 shares of Common Stock in multiple open market transactions at per share prices ranging from \$6.575 to \$6.95, inclusive, with a weighted average price of \$6.8027 per share.

Except as reported herein, no transactions in the Common Stock were effected by the Reporting Person during the 60 days prior to and including the date of the filing of this Amendment No. 18.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 4, 2017

/s/ Leonard Riggio
Leonard Riggio
