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MAFFEI GREGORY B

Form 3 September 27, 2011

FORM

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0104 Number:

January 31, Expires: 2005

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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 . Person * MAFFE			2. Date of Event Requiring Statement (Month/Day/Year)	Statement	3. Issuer Name and Ticker or Trading Symbol BARNES & NOBLE INC [BKS]					
(Last)	(First)	(Middle)	09/20/20	11	4. Relationship of Reporting Person(s) to Issuer		U	5. If Amendment, Date Origin Filed(Month/Day/Year)		
C/O BARN INC., 122				(Check all applicable)						
(Street) NEW YORK, NY 10011					_X_ Director 10% Owner Officer Other (give title below) (specify below)		r ow)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	,	Table I - N	on-Derivat	ive Securit	ies Be	eneficially Owned		
1.Title of Sec (Instr. 4)	urity			2. Amount Beneficially (Instr. 4)	of Securities y Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Na Owne (Instr	•		
No securiti	es are ben	eficially o	wned. 0			D	Â			
Reminder: Re	-			of securities	SI	EC 1473 (7-02	2)			
	infor requ	mation cor	ntained in the	ne collection nis form are s the form di rol number.	not					

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

1. Title of Derivative Security (Instr. 4)	2. Date Exer Expiration D (Month/Day/Year)	ate	3. Title and Amount of Securities Underlying Derivative Security		Conversion	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration sable Date		Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MAFFEI GREGORY B

C/O BARNES & NOBLE, INC.
122 FIFTH AVENUE

NEW YORK, NYÂ 10011

Signatures

/s/ Eugene DeFelice, as Attorney-in-Fact for Gregory B. Maffei

09/27/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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Remarks:

EXHIBIT LIST - Exhibit 24 - Power of Attorney for Gregory B. Maffei

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.