BIG LOTS INC Form 4 April 23, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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See Instruction

Check this box

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)

(Last)

1(b).

1. Name and Address of Reporting Person * **COOPER JOE R**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First)

(Street)

(Middle)

BIG LOTS INC [BIG] 3. Date of Earliest Transaction

(Check all applicable)

(Month/Day/Year) 04/21/2014

Filed(Month/Day/Year)

Director _X__ Officer (give title below)

10% Owner Other (specify

300 PHILLIPI ROAD

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Executive Vice President

Person

COLUMBUS, OH 43228

(City)	(State)	(Zip) Tab	Derivative	red, 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. Transactic Code (Instr. 8)	4. Securities Acquired (A) our Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. N Ownership Ind Form: Ber Direct (D) Ow	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/21/2014		S(1)		D	\$ 39.5302 (2)	0	D	
Common Stock	04/23/2014		M	12,188	A	\$ 21.06	12,188	D	
Common Stock	04/23/2014		M	24,375	A	\$ 17.47	36,563	D	
Common Stock	04/23/2014		S <u>(1)</u>	36,563	D	\$ 39.7506 (3)	0	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

1. Title o Derivativ Security (Instr. 3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative 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	Amoun or Numbe of Shar
Stock Purchse Option	\$ 21.06	04/23/2014		M		12,188	03/07/2012(4)	03/07/2015	Common Stock	12,18
Stock Purchas Option	se \$ 17.47	04/23/2014		M		24,375	03/06/2013(4)	03/06/2016	Common Stock	24,37

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COOPER JOE R 300 PHILLIPI ROAD COLUMBUS, OH 43228

Executive Vice President

Signatures

Joseph Y. Heuer, Attorney-in-fact for Joe R. Cooper 04/23/2014

Date

**Signature of Reporting Person

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) The disposition reported in this Form 4 was made pursuant to a plan intended to comply with Rule 10b5-1.

The value represents the weighted average sale price for the transactions reported on the corresponding line. The actual sales prices for the transactions reported on the corresponding line ranged from \$39.53 to \$39.54. The reporting person undertakes to provide (upon request by the SEC, the issuer or a security holder of the issuer) full information regarding the number of shares sold at each separate price.

Reporting Owners 2

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- The value represents the weighted average sale price for the transactions reported on the corresponding line. The actual sales prices for the transactions reported on the corresponding line ranged from \$39.75 to \$39.77. The reporting person undertakes to provide (upon requst by the SEC, the issuer or a security holder of the issuer) full information regarding the number of shares sold at each separate price.
- (4) The date upon which this Stock Purchase Option became fully exercisable.

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.