

BIG LOTS INC
Form 4
May 14, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Address of Reporting Person *
Wilson Harold Allan

(Last) (First) (Middle)
300 PHILLIPI ROAD
(Street)

COLUMBUS, OH 43228

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BIG LOTS INC [BIG]

3. Date of Earliest Transaction (Month/Day/Year)
05/13/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 05/13/2008 | | M | 2,500 A \$ 10.85 | 21,625 | D | |
| Common Stock | 05/13/2008 | | S ⁽¹⁾ | 800 D \$ 29 | 20,825 | D | |
| Common Stock | 05/13/2008 | | S ⁽¹⁾ | 1,700 D \$ 29.01 | 19,125 | D | |
| Common Stock | 05/14/2008 | | M | 3,500 A \$ 10.85 | 22,625 | D | |
| Common Stock | 05/14/2008 | | M | 6,000 A \$ 15.05 | 28,625 | D | |

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| | | | | | | | |
|--------------|------------|------------------------|-------|---|----------|--------|---|
| Common Stock | 05/14/2008 | M | 2,700 | A | \$ 12.66 | 31,325 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 88 | D | \$ 29.01 | 31,327 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 1,800 | D | \$ 29.02 | 29,437 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 412 | D | \$ 29.03 | 29,025 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 700 | D | \$ 29.04 | 28,325 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 4,900 | D | \$ 29.05 | 23,425 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 500 | D | \$ 29.06 | 22,925 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 1,400 | D | \$ 29.07 | 21,525 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 1,500 | D | \$ 29.08 | 20,025 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 100 | D | \$ 29.09 | 19,925 | D |
| Common Stock | 05/14/2008 | <u>S⁽¹⁾</u> | 800 | D | \$ 29.11 | 19,125 | D |

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative 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 | Amount or Number of Shares |
| | \$ 10.85 | 05/13/2008 | | M | 2,500 | 11/15/2005 ⁽²⁾ | 02/24/2013 | | 2,500 |

| Stock Purchase Option | | | | | | | | Common Stock | |
|-----------------------|----------|------------|---|-------|---------------------------|------------|--|--------------|-------|
| Stock Purchase Option | \$ 10.85 | 05/14/2008 | M | 3,500 | 11/15/2005 ⁽²⁾ | 02/24/2013 | | Common Stock | 3,500 |
| Stock Purchase Option | \$ 15.05 | 05/14/2008 | M | 6,000 | 11/15/2005 ⁽²⁾ | 02/23/2014 | | Common Stock | 6,000 |
| Stock Purchase Option | \$ 12.66 | 05/14/2008 | M | 2,700 | ⁽³⁾ | 02/24/2013 | | Common Stock | 2,700 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wilson Harold Allan 300 PHILLIPI ROAD COLUMBUS, OH 43228 | | | Senior Vice President | |

Signatures

Chadwick P. Reynolds, attorney in fact for Harold Allan
Wilson 05/14/2008

__Signature of Reporting Person

Date

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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

(2) The date upon which the Stock Purchase Option became fully exercisable.

(3) The Stock Purchase Option vests in four equal annual installments beginning on February 24, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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