

BJS WHOLESALE CLUB INC

Form 4

April 11, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ZARKIN HERBERT J

(Last) (First) (Middle)

ONE MERCER ROAD

(Street)

NATICK, MA 01760

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

BJS WHOLESALE CLUB INC [BJ]

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

04/10/2006

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)

Chairman of the Board

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	04/10/2006		M		80,000	A	\$ 10.995	221,283	D
Common Stock	04/10/2006		S		1,500	D	\$ 32.15	219,783	D
Common Stock	04/10/2006		S		1,000	D	\$ 32.14	218,783	D
Common Stock	04/10/2006		S		400	D	\$ 32.11	218,383	D
Common Stock	04/10/2006		S		2,200	D	\$ 32.1	216,183	D

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Common Stock	04/10/2006	S	400	D	\$ 32.07	215,783	D
Common Stock	04/10/2006	S	2,200	D	\$ 32.04	213,583	D
Common Stock	04/10/2006	S	1,800	D	\$ 32	211,783	D
Common Stock	04/10/2006	S	800	D	\$ 31.99	210,983	D
Common Stock	04/10/2006	S	100	D	\$ 31.9501	210,883	D
Common Stock	04/10/2006	S	2,500	D	\$ 31.95	208,383	D
Common Stock	04/10/2006	S	100	D	\$ 31.9301	208,283	D
Common Stock	04/10/2006	S	2,500	D	\$ 31.93	205,783	D
Common Stock	04/10/2006	S	200	D	\$ 31.91	205,583	D
Common Stock	04/10/2006	S	5,500	D	\$ 31.9	200,083	D
Common Stock	04/10/2006	S	1,900	D	\$ 31.88	198,183	D
Common Stock	04/10/2006	S	2,300	D	\$ 31.87	195,883	D
Common Stock	04/10/2006	S	2,700	D	\$ 31.86	193,183	D
Common Stock	04/10/2006	S	100	D	\$ 31.8501	193,083	D
Common Stock	04/10/2006	S	5,600	D	\$ 31.85	187,483	D
Common Stock	04/10/2006	S	100	D	\$ 31.8401	187,383	D
Common Stock	04/10/2006	S	100	D	\$ 31.8301	187,283	D

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)

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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)	8. Amount or Number of Shares
Option (Right to buy)	\$ 10.995	04/10/2006		M	80,000	<u>(1)</u> 09/19/2006	Common Stock	80,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZARKIN HERBERT J ONE MERCER ROAD NATICK, MA 01760	X		Chairman of the Board	

## Signatures

s/ Kellye L. Walker,  
Attorney-in-fact

04/11/2006

\_\_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) Vested in three equal annual increments beginning 9/19/1997

### Remarks:

This is the first of two Forms 4 filed by Reporting Person Herbert J. Zarkin on April 11, 2006

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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