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Form 4  
August 07, 2001

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of  
Section 17(a) of the Public Utility Holding Company Act of 1935  
or Section 30(f) of the Investment Company Act of 1940

|  |         |          |  |                             |          |
|--|---------|----------|--|-----------------------------|----------|
| 1. Name and Address of Reporting Person* |         |          | 2. Issuer Name and Ticker or Trading Symbol                                |                             | 6.       |
| Miller, Irene R.                         |         |          | Barnes & Noble, Inc. Symbol=BKS  |                             |          |
| <hr/>                                    |         |          | <hr/>  |                             | <u>X</u> |
| (Last)                                   | (First) | (Middle) | 3. IRS Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Year |          |
| 186 Riverside Drive                      |         |          |  | July 2001                   |          |
| <hr/>                                    |         |          | <hr/>  |                             |          |
| (Street)                                 |         |          |  |                             |          |
| New York,                                | NY      | 10024    | 5. If Amendment, Date of Original (Month/Year)                             |                             | 8.       |
| <hr/>                                    |         |          | <hr/>  |                             | <u>X</u> |
| (City)                                   | (State) | (Zip)    |  |                             |          |

Table I - Non-Derivative Securities Acquired, Disposed of

| 1. Title of Security<br>(Instr.3) | 2. Trans-<br>action<br>Date<br>Month/<br>Day/<br>Year | 3. Trans-<br>action<br>Code<br>(Instr.<br>8)<br>----- ---<br>Code V | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5)<br>-----<br>(A) or (D) |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned at<br>End of<br>Month<br>(Instr.<br>3 and 4) |
|-----------------------------------|---|---|--|---------------|--|
| -----                             | -----   | -----   | Amount   | Price         | -----  |
| Common Stock                      | 7/16/01   | M   | 10,974 (1)   | \$15.0000 (1) |  |
| Common Stock                      | 7/16/01   | M   | 89,026 (1)   | \$12.1875 (1) |  |
| Common Stock                      | 7/16/01   | S   | 100,000  | \$40.3293     | -0-  |

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)