FORM 10-K

Annual report pursuant to section 13 and 15(d)

Filing Date: **2012-04-24** | Period of Report: **2012-02-25**
SEC Accession No. 0001104659-12-027814

(HTML Version on secdatabase.com)

FILER

BED BATH & BEYOND INC

CIK:**886158**| IRS No.: **112250488** | State of Incorp.:**NY** | Fiscal Year End: **0227**
Type: **10-K** | Act: **34** | File No.: **000-20214** | Film No.: **12776956**
SIC: **5700** Home furniture, furnishings & equipment stores

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

FORM 10-K

Annual Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

For the fiscal year ended February 25, 2012

Commission File Number 0-20214

BED BATH & BEYOND INC.
(Exact name of registrant as specified in its charter)

New York	11-2250488
(State of incorporation)	(IRS Employer Identification No.)

650 Liberty Avenue, Union, New Jersey 07083
(Address of principal executive offices) (Zip Code)

Registrant' s telephone number, including area code: **908/688-0888**

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Name of each exchange on which registered
Common stock, $.01 par value	The NASDAQ Stock Market LLC (NASDAQ Global Select Market)

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☒ No ☐

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes ☐ No ☒

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant' s knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☒

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒ Accelerated filer ☐

Non-accelerated filer ☐ Smaller reporting company ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No☒

As of August 27, 2011, the aggregate market value of the common stock held by non-affiliates (which was computed by reference to the closing price on such date of such stock on the NASDAQ National Market) was $12,750,872,956.*

The number of shares outstanding of the registrant' s common stock (par value $0.01 per share) at March 24, 2012: 233,773,500.

Documents Incorporated by Reference

Portions of the Registrant' s definitive proxy statement for the 2012 Annual Meeting of Shareholders to be filed pursuant to Regulation 14A are incorporated by reference in Part III hereof.

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* For purposes of this calculation, all outstanding shares of common stock have been considered held by non-affiliates other than the 12,388,011 shares beneficially owned by directors and executive officers, including in the case of the Co-Chairmen trusts and foundations affiliated with them. In making such calculation, the Registrant does not determine the affiliate or non-affiliate status of any shares for any other purpose.

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PART I

Unless otherwise indicated, the term "Company" refers collectively to Bed Bath & Beyond Inc. and subsidiaries as of February 25, 2012. The Company's fiscal year is comprised of the 52 or 53 week period ending on the Saturday nearest February 28. Accordingly, fiscal 2011, 2010 and 2009 represented 52 weeks and ended on February 25, 2012, February 26, 2011 and February 27, 2010, respectively. Unless otherwise indicated, all references herein to periods of time (e.g., quarters and years) are to fiscal periods.

ITEM 1 - BUSINESS

Introduction

Bed Bath & Beyond Inc. and subsidiaries (the "Company") is a chain of retail stores, operating under the names Bed Bath & Beyond ("BBB"), Christmas Tree Shops ("CTS"), Harmon and Harmon Face Values ("Harmon") and buybuy BABY. In addition, the Company is a partner in a joint venture which operates two stores in the Mexico City market under the name "Home & More." The Company sells a wide assortment of domestics merchandise and home furnishings. Domestics merchandise includes categories such as bed linens and related items, bath items and kitchen textiles. Home furnishings include categories such as kitchen and tabletop items, fine tabletop, basic housewares, general home furnishings, consumables and certain juvenile products. The Company offers a breadth and depth of selection in most of its product categories that exceeds what is generally available in department stores or other specialty retail stores.

History

The Company was founded in 1971 by Leonard Feinstein and Warren Eisenberg, the Co-Chairmen of the Company. Each has more than 50 years of experience in the retail industry.

The Company commenced operations in 1971 with the opening of two stores, which primarily sold bed linens and bath accessories. In 1985, the Company introduced its first store carrying a full line of domestics merchandise and home furnishings. The Company began using the name “Bed Bath & Beyond” in 1987 in order to reflect the expanded product line offered by its stores and to distinguish its stores from conventional specialty retail stores offering only domestics merchandise or home furnishings. In March 2002, the Company acquired Harmon, a health and beauty care retailer, which operated 27 stores at the time located in Connecticut, New Jersey and New York. In June 2003, the Company acquired CTS, a retailer of giftware and household items, which operated 23 stores at the time located in Connecticut, Maine, Massachusetts, New Hampshire, New York and Rhode Island. In March 2007, the Company acquired buybuy BABY, a retailer of infant and toddler merchandise, which operated 8 stores at the time located in Maryland, New Jersey, New York and Virginia. In December 2007, the Company opened its first international BBB store in Ontario, Canada. In May 2008, the Company became a partner in a joint venture which operates two stores in the Mexico City market under the name “Home & More.”

Total net sales of the Company were $9.500 billion, $8.759 billion and $7.829 billion for fiscal 2011, 2010 and 2009, respectively. Net sales outside of the U.S. were not material for fiscal 2011, 2010 and 2009. Refer to Part II, Item 7 and Item 8 of this Form 10-K for additional financial information.

Operations

It is the Company’ s goal to offer quality merchandise at everyday low prices; to maintain a wide assortment of merchandise; to present merchandise in a distinctive manner designed to maximize customer convenience and reinforce customer perception of wide selection; and to emphasize dedication to customer service and satisfaction.

Pricing. The Company believes in maintaining everyday low prices. The Company regularly monitors price levels at its competitors in order to ensure that its prices are in accordance with its pricing philosophy. The Company believes that the application of its everyday low price philosophy is an important factor in establishing its reputation among customers.

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Merchandise Assortment. The Company sells a wide assortment of domestics merchandise and home furnishings. Domestics merchandise includes categories such as bed linens and related items, bath items and kitchen textiles. Home furnishings include categories such as kitchen and tabletop items, fine tabletop, basic housewares, general home furnishings, consumables and certain juvenile products. The Company encourages local store personnel to tailor the merchandise mix as appropriate to respond to changing trends and conditions. The factors taken into account in selecting the merchandise mix for a particular store include store size, configuration and local market conditions, such as climate and demographics. The Company, on an ongoing basis, tests new merchandise categories and adjusts the categories of merchandise carried in its stores and may add new departments or adjust the size of existing departments as required. Additionally, the Company continues to integrate the merchandise assortments within its concepts. The Company believes that the process of adding new departments, integrating the Company’ s merchandise within concepts, and expanding or reducing the size of various departments in response to changing conditions is an important part of its merchandising strategy.

Merchandise Presentation. The Company has developed a distinctive style of merchandise presentation. Primarily all of the Company’ s stores have groups of related product lines presented together in separate areas of each store, creating the appearance that the store is comprised of several individual specialty stores for different product lines. The Company believes that this format of merchandise presentation makes it easy for customers to locate products, reinforces customer perception of wide selection and communicates to customers that its stores offer a level of customer service generally associated with smaller specialty stores.

The Company believes that its extensive merchandise selection, rather than fixturing, should be the focus of customer attention and, accordingly, primarily uses simple modular fixturing throughout its stores. This fixturing is primarily designed so that it can be easily reconfigured to adapt to changes in the store' s merchandise mix and presentation. The Company believes that its merchandise displays create an exciting and attractive shopping environment that encourages impulse purchases of additional items.

Advertising. In general, the Company relies on "word of mouth advertising," its reputation for offering a wide assortment of quality merchandise at everyday low prices and the use of paid advertising. Primary vehicles of paid advertising used by the Company include full-color circulars and other advertising pieces distributed via direct mail or inserts, as well as digital media including email, mobile, social and search advertising. Also, to support the opening of new stores, the Company primarily uses "grand opening" newspaper advertising and email.

Customer Service. The Company places a strong focus on customer service and seeks to make shopping at its stores as pleasant and convenient as possible. Most stores are open seven days and six evenings a week in order to enable customers to shop at times that are convenient for them. In addition, the Company' s websites, www.bedbathandbeyond.com, www.christmastreeshops.com, www.harmondiscount.com, www.facevalues.com, www.buybuybaby.com and www.bedbathandbeyond.ca as well as the Company' s facebook pages are available for customers to access 24 hours a day, seven days a week.

Suppliers

In fiscal 2011, the Company purchased its merchandise from approximately 5,600 suppliers with the Company' s largest supplier accounting for approximately 8% of the Company' s merchandise purchases and the Company' s 10 largest suppliers accounting for approximately 22% of such purchases. The Company purchases substantially all of its merchandise in the United States, the majority from domestic sources and the balance from importers. The Company purchases a small amount of its merchandise directly from overseas sources. The Company has no long term contracts for the purchase of merchandise. The Company believes that most merchandise, other than brand name goods, is available from a variety of sources and that most brand name goods can be replaced with comparable merchandise.

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Warehousing

The Company' s merchandise displays allow a substantial amount of merchandise to be displayed on the sales floor at all times. Merchandise not displayed on the sales floor is typically stored in warehouse space within the store. In addition, the Company maintains 12 supplemental storage locations as well as three central distribution centers. The majority of the Company' s merchandise is directly shipped to stores from vendors through third party carriers and service providers; the remainder of the Company' s merchandise is shipped to stores through its distribution centers.

In addition, the Company maintains two E-Service fulfillment centers.

Employees

As of February 25, 2012, the Company employed approximately 48,000 persons in full-time and part-time positions. The Company believes that its relations with its employees are very good and that the labor turnover rate among its management employees is lower than that generally experienced within the industry.

Seasonality

The Company' s sales exhibit seasonality with sales levels generally higher in the calendar months of August, November and December, and generally lower in February.

Expansion Program

The Company is engaged in an ongoing expansion program involving the opening of new stores in both new and existing markets, the expansion or relocation of existing stores and the continuous review of strategic acquisitions. In the 20 year period from the beginning of fiscal 1992 to the end of fiscal 2011, the Company has grown from 34 stores to 1,173 stores. The Company' s 1,173 stores operate in 50 states, the District of Columbia, Puerto Rico and Canada, including: 993 BBB stores operating in 50 states, the District of Columbia, Puerto Rico and Canada; 71 CTS stores operating in 20 states; 45 Harmon stores operating in four states; and 64 buybuy BABY stores operating in 26 states. Total square footage grew from approximately 0.9 million square feet at the beginning of fiscal 1992 to approximately 36.1 million square feet at the end of fiscal 2011. During fiscal 2011, the Company opened a total of 38 new stores, including 13 BBB stores throughout the United States and Canada and five CTS stores, one Harmon store and 19 buybuy BABY stores throughout the United States, and closed two BBB stores and two Harmon stores, all of which resulted in the aggregate addition of approximately 1.1 million square feet of store space. In addition, the Company is a partner in a joint venture which operates two stores in the Mexico City market under the name "Home & More."

The Company intends to continue its expansion program and believes that the continued growth of the Company is dependent, in large part, on the success of this program. As part of its expansion program, the Company expects to open new stores and expand existing stores as opportunities arise. The Company believes throughout the United States and Canada, there is an opportunity to open in excess of 1,300 BBB stores as well as grow the CTS and buybuy BABY concepts from coast to coast.

In determining where to open new stores, the Company evaluates a number of factors, including the availability of real estate, demographic information (such as data relating to income and education levels, age and occupation) and distribution. The Company has built its management structure with a view toward its expansion and believes that, as a result, it has the management depth necessary to support its anticipated expansion program.

Competition

The Company operates in the fragmented and highly competitive retail industry. The Company competes with many different types of retail stores that sell many or most of the same products. Such competitors include but are not limited to: (i) department stores, which often carry many of the same product lines as the Company' s stores but do not typically have the same depth or breadth of product selection, (ii) specialty stores, which often have a depth of product selection but typically carry only a limited portion of the product lines carried by the Company' s stores, (iii) discount and mass merchandise stores, (iv) national chains and (v) internet online only

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retailers. In addition, the Company' s stores compete, to a more limited extent, with factory outlet stores that typically offer limited quantities or limited lines of quality merchandise at discount prices. Other entities continue to introduce new concepts that include many of the product lines carried by the Company' s stores. There can be no assurance that the operation of competitors will not have a material adverse effect on the Company.

Tradenames and Service Marks

The Company uses the "Bed Bath & Beyond" name and logo and the "Beyond any store of its kind" tag line as service marks in connection with retail services. The Company has registered these marks and others, including names and logos of CTS, Harmon and buybuy BABY, with the United States Patent and Trademark Office. The Company also has registered or has applications pending with the trademark registries of several foreign countries, including having registered the "Bed Bath & Beyond" name and logo and the "Beyond any store of its kind" tag line in Canada. Management believes that its name recognition and service marks are important elements of the Company' s merchandising strategy.

Available Information

The Company makes available as soon as reasonably practicable after filing with the Securities and Exchange Commission ("SEC"), free of charge, through its website, www.bedbathandbeyond.com, the Company' s annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, and amendments to those reports, electronically filed or furnished pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934.

Executive Officers of the Registrant

The following table sets forth the name, age and business experience of the Executive Officers of the Registrant:

Name	Age	Positions
Warren Eisenberg	*81*	*Co-Chairman and Director*
Leonard Feinstein	*75*	*Co-Chairman and Director*
Steven H. Temares	*53*	*Chief Executive Officer and Director*
Arthur Stark	*56*	*President and Chief Merchandising Officer*
Matthew Fiorilli	*55*	*Senior Vice President – Stores*
Eugene A. Castagna	*46*	*Chief Financial Officer and Treasurer*

Warren Eisenberg is a Co-Founder of the Company and has served as Co-Chairman since 1999. He has served as a Director since 1971. Mr. Eisenberg served as Chairman from 1992 to 1999, and served as Co-Chief Executive Officer from 1971 to 2003.

Leonard Feinstein is a Co-Founder of the Company and has served as Co-Chairman since 1999. He has served as a Director since 1971. Mr. Feinstein served as President from 1992 to 1999, and served as Co-Chief Executive Officer from 1971 to 2003.

Steven H. Temares has been Chief Executive Officer since 2003 and has served as a Director since 1999. Mr. Temares was President and Chief Executive Officer from 2003 to 2006, President and Chief Operating Officer from 1999 to 2003 and Executive Vice President and Chief Operating Officer from 1997 to 1999. Mr. Temares joined the Company in 1992.

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Arthur Stark has been President and Chief Merchandising Officer since 2006. Mr. Stark has served as Chief Merchandising Officer since 1999 and was a Senior Vice President from 1999 to 2006. Mr. Stark joined the Company in 1977.

Matthew Fiorilli has been Senior Vice President - Stores since 1999. Mr. Fiorilli joined the Company in 1973.

Eugene A. Castagna has been Chief Financial Officer and Treasurer since 2006. Mr. Castagna served as Assistant Treasurer from 2002 to 2006 and as Vice President - Finance from 2000 to 2006. Mr. Castagna is a certified public accountant and joined the Company in 1994.

The Company' s executive officers are elected by the Board of Directors for one-year terms and serve at the discretion of the Board of Directors. No family relationships exist between any of the executive officers or directors of the Company.

ITEM 1A − RISK FACTORS

FORWARD-LOOKING STATEMENTS

This Form 10-K contains forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. The Company' s actual results and future financial condition may differ materially from those expressed in any such forward-looking statements as a result of many factors. Such factors include the following:

General economic factors beyond the Company' s control and changes in the economic climate could adversely affect the Company' s performance.

General economic factors that are beyond the Company' s control impact the Company' s forecasts and actual performance. These factors include housing markets, recession, inflation, deflation, consumer credit availability, consumer debt levels, fuel and energy costs, interest rates, tax rates and policy, unemployment trends, the impact of natural disasters, civil disturbances and terrorist activities, conditions affecting the retail environment for the home and other matters that influence consumer spending. Changes in the economic climate could adversely affect the Company' s performance.

The Company operates in the highly competitive retail business where any unanticipated changes in the pricing and other practices of competitors may adversely affect the Company' s performance.

The retail business is highly competitive. The Company competes for customers, employees, locations, merchandise, services and other important aspects of the business with many other local, regional and national retailers. Those competitors range from specialty retail stores to department stores, discounters and internet online retailers. Unanticipated changes in the pricing and other practices of those competitors, including promotional activity, may adversely affect the Company' s performance.

The Company' s failure to anticipate and respond in a timely fashion to changes in consumer preferences and demographic factors could have a material adverse affect on the Company' s financial condition and results of operations.

The Company' s success depends on its ability to anticipate and respond in a timely manner to changing merchandise trends, customer demands and demographics. The Company' s failure to anticipate, identify or react appropriately to changes in customer tastes, preferences, spending patterns and other lifestyle decisions could lead to, among other things, excess inventories or a shortage of products and could have a material adverse affect on the Company' s financial condition and results of operations.

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Unusual weather patterns could adversely affect the Company' s performance.

The Company' s operating results could be negatively impacted by unusual weather patterns. Frequent or unusually heavy snow, ice or rain storms, hurricanes, floods, tornados or extended periods of unseasonable temperatures could adversely affect the Company' s performance.

A major disruption of the Company' s information technology systems could negatively impact operating results.

The Company' s operating results could be negatively impacted by a major disruption of the Company' s information technology systems. The Company relies heavily on these systems to process transactions, manage inventory replenishment, summarize results and control distribution of products. Despite numerous safeguards and careful contingency planning, the system is still subject to power outages, computer viruses, telecommunication failures, security breaches and other catastrophic events. A major disruption of the system and its backup mechanisms may cause the Company to incur significant costs to repair the systems, experience a critical loss of data and result in business interruptions.

A privacy breach of the Company' s data security systems or those of its third party service providers could have a negative impact on the Company' s operating results and financial performance due to possible loss of consumer confidence, as well as potential government penalties and private litigation.

The Company stores certain information about its customers and employees in the ordinary course of business. The Company invests considerable resources in protecting this sensitive information but is still subject to a possible security event. A breach of its security systems or those of its third party service providers resulting in unauthorized access to stored personal information could negatively impact the Company' s operating results and financial performance. Certain aspects of the business, particularly the Company website, heavily depend on consumers entrusting personal financial information to be transmitted securely over public networks. A loss of consumer confidence could result in lost future sales and have a material adverse effect on the Company' s reputation. In addition, a privacy breach could cause the Company to incur significant costs to restore the integrity of its systems, and could result in significant costs in government penalties and private litigation.

A failure of the Company' s suppliers to adhere to appropriate laws or standards could negatively impact its reputation.

The Company purchases substantially all of its merchandise in the United States, the majority from domestic sources and the balance from importers. The Company purchases a small amount of its merchandise directly from overseas sources. The failure of one of the Company' s domestic or foreign suppliers to adhere to labor, environmental, health and safety laws and standards could negatively impact the Company' s reputation and have an adverse effect on the Company' s results of operations.

Changes in statutory, regulatory, and other legal requirements at a local, state and national level could potentially impact the Company' s operating and financial results.

The Company is subject to numerous statutory, regulatory and legal requirements at a local, state and national level. The Company' s operating results could be negatively impacted by developments in these areas due to the costs of compliance in addition to possible government penalties and litigation in the event of deemed noncompliance. Changes in the regulatory environment in the area of product safety, environmental protection, privacy and information security, wage and hour laws, among others, could potentially impact the Company' s operations and financial results.

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Changes to accounting rules, regulations and tax laws, or new interpretations of existing accounting standards or tax laws could negatively impact the Company' s operating results and financial position.

The Company' s operating results and financial position could be negatively impacted by changes to accounting rules and regulations or new interpretations of existing accounting standards. These changes may include, without limitation, changes to lease accounting standards. The Company' s effective income tax rate could be impacted by changes in accounting standards as well as changes in tax laws or the interpretations of these tax laws by courts and taxing authorities which could negatively impact the Company's financial results.

The success of the Company is dependent, in part, on managing costs of labor, merchandise and other expenses that are subject to factors beyond the Company's control.

The Company's success depends, in part, on its ability to manage operating costs and to look for opportunities to reduce costs. The Company's ability to meet its labor needs while controlling costs is subject to external factors such as unemployment levels, prevailing wage rates, minimum wage legislation, labor organizing activities and changing demographics. The Company's ability to find qualified vendors and obtain access to products in a timely and efficient manner can be adversely affected by political instability, the financial instability of suppliers, suppliers' noncompliance with applicable laws, transportation costs and other factors beyond the Company's control.

The Company depends upon its employees in all areas of the organization to execute its business plan and, ultimately, to satisfy its customers.

The Company's ability to attract and retain qualified employees in all areas of the organization may be affected by a number of factors, including geographic relocation of employees, operations or facilities and the highly competitive markets in which the Company operates, including the markets for the types of skilled individuals needed to support the Company's continued growth domestically, interactively and, over the longer term, internationally.

The Company's growth depends, in part, on its ability to open new stores, execute its interactive strategies and operate profitably.

The Company's growth depends, in part, on its ability to open new stores, execute its interactive strategies and operate profitably. The Company's ability to open additional stores successfully will depend on a number of factors, including its identification and availability of suitable store locations; its success in negotiating leases on acceptable terms; its hiring and training of skilled store operating personnel, especially management; and its timely development of new stores, including the availability of construction materials and labor and the absence of significant construction and other delays in store openings based on weather or other events. This increases the cost of doing business and the risk that the Company's business practices could result in liabilities that may adversely affect its performance, despite the exercise of reasonable care.

The continued uncertainty in the financial markets could have an adverse effect on the Company's ability to access its cash and cash equivalents.

The Company may have amounts of cash and cash equivalents at financial institutions that are in excess of federally insured limits. While the Company closely manages its cash and cash equivalents balances to minimize risk, with the current financial environment and instability of financial institutions, the Company can not be assured that it will not experience losses on its deposits.

Funds associated with auction rate securities held by the Company may not be liquid or readily available.

The Company's investment in securities consists partially of auction rate securities that are not currently liquid or readily available to convert to cash and, therefore, the Company has classified such auction rate securities as long term investment securities. The Company does not anticipate that any potential lack of liquidity in these auction rate securities, even for an extended period of time, will affect its ability to finance its operations, including its expansion program, share repurchase program and planned capital expenditures. However, if the interest rate environment changes, the Company may incur further temporary impairment losses.

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If uncertainties in the credit and capital markets continue and these markets deteriorate further, the Company may conclude that the decline in value is other than temporary and incur realized losses, including up to the full amount of the investments in auction rate securities, which could negatively affect the Company' s financial position, cash flow and results of operations.

ITEM 1B – UNRESOLVED STAFF COMMENTS

None.

ITEM 2 - PROPERTIES

Most of the Company' s stores are located in suburban areas of medium and large-sized cities. These stores are situated in strip and power strip shopping centers, as well as in major off-price and conventional malls, and in free standing buildings.

The Company' s 1,173 stores are located in 50 states, the District of Columbia, Puerto Rico and Canada and range in size from approximately 5,000 to 100,000 square feet, but are predominantly between 20,000 and 50,000 square feet. Approximately 85% to 90% of store space is used for selling areas and the balance for warehouse, receiving and office space.

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The table below sets forth the locations of the Company' s stores as of February 25, 2012:

Alabama	16
Alaska	2
Arizona	27
Arkansas	7
California	116
Colorado	25
Connecticut	23
Delaware	3
Florida	80
Georgia	30
Hawaii	1
Idaho	7
Illinois	44
Indiana	23
Iowa	8
Kansas	9
Kentucky	9
Louisiana	13
Maine	8
Maryland	20
Massachusetts	43
Michigan	37
Minnesota	12
Mississippi	7

Missouri	16
Montana	6
Nebraska	5
Nevada	8
New Hampshire	14
New Jersey	80
New Mexico	5
New York	91
North Carolina	33
North Dakota	2
Ohio	40
Oklahoma	8
Oregon	10
Pennsylvania	42
Rhode Island	5
South Carolina	15
South Dakota	2
Tennessee	20
Texas	81
Utah	13
Vermont	3
Virginia	33
Washington	23
West Virginia	3
Wisconsin	11
Wyoming	2
District of Columbia	2
Puerto Rico	3
Alberta, Canada	7
British Columbia, Canada	6
Novia Scotia, Canada	1
Ontario, Canada	12
Prince Edward Island, Canada	1
Total	**1,173**

The Company leases primarily all of its existing stores. The leases provide for original lease terms that generally range from 10 to 15 years and most leases provide for renewal options, often at increased rents. The Company evaluates leases on an ongoing basis which may lead to renegotiated lease terms, including rents during renewal options, or the possible relocation of stores. Certain leases provide for scheduled rent increases (which, in the case of fixed increases, the Company accounts for on a straight-line basis over the expected lease term, beginning when the Company obtains possession of the premises) and/or for contingent rent (based upon store sales exceeding stipulated amounts).

In addition, the Company leases storage space in 14 locations, totaling approximately 1.6 million square feet, that provide supplemental merchandise storage space and fulfillment of the Company' s E-Service activities. This space is used to supplement the warehouse facilities in the Company' s stores in proximity to these locations. In addition, the Company also owns two distribution centers totaling approximately 1.5 million square feet. In fiscal 2012, a new 800,000 square foot E-Service fulfillment center in Georgia is planned to become operational.

As of February 25, 2012, the Company occupied approximately 465,000 square feet of office space at five locations for procurement and corporate office functions. Two owned facilities in Union, New Jersey and one owned facility in Middleboro, Massachusetts comprise approximately 345,000 square feet with the remaining 120,000 square feet within leased facilities in Farmingdale and

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Garden City, New York. The relocation of the Company' s offices from Farmingdale and Garden City, New York to its Union, New Jersey corporate headquarters' buildings will be substantially completed by the end of the summer of fiscal 2012.

ITEM 3 - LEGAL PROCEEDINGS

The Company is party to various legal proceedings arising in the ordinary course of business, which the Company does not believe to be material to the Company' s business or financial condition.

ITEM 4 – MINE SAFETY DISCLOSURES

Not Applicable.

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PART II

ITEM 5 - MARKET FOR REGISTRANT' S COMMON EQUITY, RELATED SHAREHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

The following table sets forth the high and low reported closing prices of the Company' s common stock on the NASDAQ National Market System for the periods indicated.

	High	Low
Fiscal 2011:		
1st Quarter	$ 57.30	$ 45.07
2nd Quarter	60.31	49.73
3rd Quarter	63.44	55.26
4th Quarter	63.22	57.46

	High	Low
Fiscal 2010:		
1st Quarter	$ 48.25	$ 41.08
2nd Quarter	45.87	36.01
3rd Quarter	45.13	35.96
4th Quarter	50.82	43.74

The common stock is quoted through the NASDAQ National Market System under the symbol BBBY. On March 24, 2012, there were approximately 5,400 shareholders of record of the common stock (without including individual participants in nominee security position listings). On March 24, 2012, the last reported sale price of the common stock was $66.11.

The Company has not paid cash dividends on its common stock since its 1992 initial public offering and does not currently plan to pay dividends on its common stock. The payment of any future dividends will be determined by the Board of Directors in light of conditions then existing, including the Company' s earnings, financial condition and requirements, business conditions and other factors. See Item 8 - Financial Statements and Supplementary Data.

Since 2004 through the end of fiscal 2011, the Company has repurchased approximately $4.0 billion of its common stock through several share repurchase programs. The Company' s purchases of its common stock during the fourth quarter of fiscal 2011 were as follows:

Period	Total Number of Shares Purchased (1)	Average Price Paid per Share (2)	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs (1)	Approximate Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs (1) (2)
November 27, 2011 - December 24, 2011	1,710,100	$ 60.97	1,710,100	$ 1,173,610,779
December 25, 2011 - January 21, 2012	1,908,700	$ 59.20	1,908,700	$ 1,060,618,133
January 22, 2012 - February 25, 2012	2,322,200	$ 60.87	2,322,200	$ 919,256,214
Total	5,941,000	$ 60.36	5,941,000	$ 919,256,214

(1) Between December 2004 and December 2010, the Company' s Board of Directors authorized, through several share repurchase programs, the repurchase of $4.950 billion of its shares of common stock. The Company has authorization to make repurchases from time to time in the open market or through other parameters approved by the Board of Directors pursuant to existing rules and regulations. Shares purchased indicated in this table also include the withholding of a portion of restricted shares to cover taxes on vested restricted shares.

(2) Excludes brokerage commissions paid by the Company.

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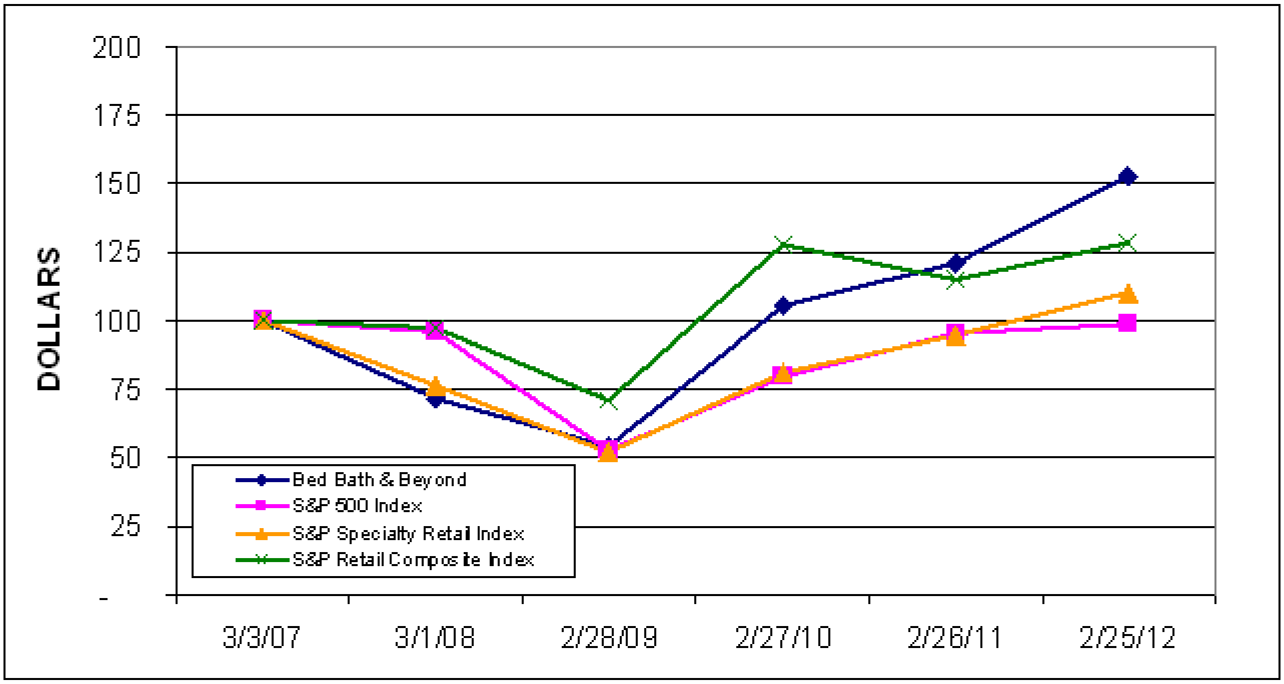
Stock Price Performance Graph

The graph shown below compares the performance of the Company' s common stock with that of the S&P 500 Index, the S&P Specialty Retail Index and the S&P Retail Composite Index over the same period (assuming the investment of $100 in the Company' s common stock and each of the three Indexes on March 3, 2007, and the reinvestment of dividends, if any).



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ITEM 6 - SELECTED FINANCIAL DATA

Consolidated Selected Financial Data (in thousands, except per share and selected operating data)	Fiscal Year Ended (1) February 25, 2012	February 26, 2011	February 27, 2010	February 28, 2009	March 1, 2008 (2)
Statement of Earnings Data:					
Net sales	$ 9,499,890	$ 8,758,503	$ 7,828,793	$ 7,208,340	$ 7,048,942
Gross profit	3,930,933	3,622,929	3,208,119	2,873,236	2,925,231
Operating profit	1,568,369	1,288,458	980,687	673,896	838,022
Net earnings	989,537	791,333	600,033	425,123	562,808
Net earnings per share - Diluted	$ 4.06	$ 3.07	$ 2.30	$ 1.64	$ 2.10
Selected Operating Data:					
Number of stores open (at period end)	1,173	1,139	1,100	1,037	971
Total square feet of store space (at period end)	36,125,000	35,055,000	33,740,000	32,050,000	30,181,000

Percentage increase in comparable store sales	5.9%	7.8%	4.4%	(2.4)%	1.0%
Comparable store net sales (in 000's)	$ 9,157,183	$ 8,339,112	$ 7,409,203	$ 6,746,472	$ 6,457,268
Number of comparable stores	1,076	1,013	942	874	792
Balance Sheet Data (at period end):					
Working capital	$ 2,803,809	$ 2,751,398	$ 2,413,791	$ 1,609,831	$ 1,065,599
Total assets	5,724,546	5,646,193	5,152,130	4,268,843	3,844,093
Long-term debt	–	–	–	–	–
Shareholders' equity (3) (4)	$ 3,922,528	$ 3,931,659	$ 3,652,904	$ 3,000,454	$ 2,561,828

(1) Each fiscal year represents 52 weeks.
(2) On March 22, 2007, the Company acquired Buy Buy BABY, Inc.
(3) The Company has not declared any cash dividends in any of the fiscal years noted above.
(4) In fiscal 2011, 2010, 2009, 2008 and 2007, the Company repurchased approximately $1.218 billion, $688 million, $95 million, $48 million and $734 million of its common stock, respectively.

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ITEM 7 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

OVERVIEW

Bed Bath & Beyond Inc. and subsidiaries (the "Company") is a chain of retail stores, operating under the names Bed Bath & Beyond ("BBB"), Christmas Tree Shops ("CTS"), Harmon and Harmon Face Values ("Harmon") and buybuy BABY. In addition, the Company is a partner in a joint venture which operates two stores in the Mexico City market under the name "Home & More." The Company sells a wide assortment of domestics merchandise and home furnishings. Domestics merchandise includes categories such as bed linens and related items, bath items and kitchen textiles. Home furnishings include categories such as kitchen and tabletop items, fine tabletop, basic housewares, general home furnishings, consumables and certain juvenile products. The Company's objective is to be a customer's first choice for products and services in the categories offered, in the markets in which the Company operates.

The Company's strategy is to achieve this objective through excellent customer service, an extensive breadth and depth of assortment, everyday low prices and introduction of new merchandising offerings, supported by the continuous development and improvement of its infrastructure.

Operating in the highly competitive retail industry, the Company, along with other retail companies, is influenced by a number of factors including, but not limited to, general economic conditions including the housing market, the overall macroeconomic environment and related changes in the retailing environment, consumer preferences and spending habits, unusual weather patterns and natural disasters, competition from existing and potential competitors, and the ability to find suitable locations at acceptable occupancy costs to support the Company's expansion program.

The Company continues to face a number of economic challenges impacting consumer confidence and spending, including relatively high unemployment and commodity prices and a sluggish housing market. The Company cannot predict whether, when or the manner in which these economic conditions will change.

The Company remains committed to making the required investments in its infrastructure to help position the Company for continued success. The Company continues to review and prioritize its capital needs while continuing to make investments, principally for new stores, existing store improvements, information technology enhancements including increased spending on its interactive platforms, and other projects whose impact is considered important to its future.

The following represents an overview of the Company' s financial performance for the periods indicated:

- Net sales in fiscal 2011 increased approximately 8.5% to $9.500 billion; net sales in fiscal 2010 increased approximately 11.9% to $8.759 billion over net sales of $7.829 billion in fiscal 2009.

- Comparable store sales for fiscal 2011 increased by approximately 5.9% as compared with an increase of approximately 7.8% in fiscal 2010 and an increase of approximately 4.4% in fiscal 2009.

  A store is considered a comparable store when it has been open for twelve full months following its grand opening period (typically four to six weeks). Stores relocated or expanded are excluded from comparable store sales if the change in square footage would cause meaningful disparity in sales over the prior period. In the case of a store to be closed, such store' s sales are not considered comparable once the store closing process has commenced.

- Gross profit for fiscal 2011 was $3.931 billion or 41.4% of net sales compared with $3.623 billion or 41.4% of net sales for fiscal 2010 and $3.208 billion or 41.0% of net sales for fiscal 2009.

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- Selling, general and administrative expenses ("SG&A") for fiscal 2011 were $2.363 billion or 24.9% of net sales compared with $2.334 billion or 26.7% of net sales for fiscal 2010 and $2.227 billion or 28.5% of net sales for fiscal 2009.

- The effective tax rate was 37.0%, 38.8% and 39.1% for fiscal years 2011, 2010 and 2009, respectively. The tax rate included discrete tax items of an approximate $20.7 million net benefit, $0.9 million net expense and $3.2 million net expense, respectively, for fiscal 2011, 2010 and 2009.

- For the fiscal year ended February 25, 2012, net earnings per diluted share were $4.06 ($989.5 million), an increase of approximately 32%, as compared with net earnings per diluted share of $3.07 ($791.3 million) for fiscal 2010, which was an increase of approximately 33% from net earnings per diluted share of $2.30 ($600.0 million) for fiscal 2009. For fiscal year ended February 25, 2012, the increase in net earnings per diluted share is the result of the items described above, as well as the impact of the Company' s repurchases of its common stock. For the fiscal year ended February 26, 2011, the increase in net earnings per diluted share primarily reflects the favorable movements in gross profit and SG&A expenses.

During fiscal 2011, 2010 and 2009, the Company' s capital expenditures were $243.4 million, $183.5 million and $153.7 million, respectively. In addition, during fiscal 2011, 2010 and 2009, the Company repurchased 21.5 million, 15.9 million and 2.7 million shares, respectively, of its common stock at a total cost of approximately $1.218 billion, $687.6 million and $94.9 million, respectively.

The Company plans to continue to expand its operations and invest in its infrastructure to reach its long term objectives. In fiscal 2012, the Company expects to open approximately 40 new stores across all concepts. During fiscal 2011, the Company opened a total of 38 new stores, including 13 BBB stores throughout the United States and Canada, five CTS stores, one Harmon store and 19 buybuy BABY stores, and closed two BBB stores and two Harmon stores.

RESULTS OF OPERATIONS

The following table sets forth for the periods indicated (i) selected statement of earnings data of the Company expressed as a percentage of net sales and (ii) the percentage change in dollar amounts from the prior year in selected statement of earnings data:

	Fiscal Year Ended				
	Percentage of Net Sales			Percentage Change from Prior Year	
	February 25, 2012	February 26, 2011	February 27, 2010	February 25, 2012	February 26, 2011
Net sales	100.0%	100.0%	100.0%	8.5%	11.9%
Cost of sales	58.6	58.6	59.0	8.4	11.1
Gross profit	41.4	41.4	41.0	8.5	12.9
Selling, general and administrative expenses	24.9	26.7	28.5	1.2	4.8
Operating profit	16.5	14.7	12.5	21.7	31.4
Earnings before provision for income taxes	16.5	14.8	12.6	21.4	31.2
Net earnings	10.4	9.0	7.7	25.0	31.9

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Net Sales

Net sales in fiscal 2011 increased $741.4 million to $9.500 billion, representing an increase of 8.5% over $8.759 billion of net sales in fiscal 2010, which increased $929.7 million or 11.9% over the $7.829 billion of net sales in fiscal 2009. For fiscal 2011, approximately 68.6% of the increase in net sales was attributable to an increase in the Company’ s comparable store sales and the balance of the increase was primarily attributable to an increase in the Company’ s new store sales. For fiscal 2010, approximately 65.2% of the increase in net sales was attributable to an increase in the Company’ s comparable store sales and the balance of the increase was primarily attributable to an increase in the Company’ s new store sales.

For fiscal 2011, comparable store sales for 1,076 stores represented $9.157 billion of net sales; for fiscal 2010, comparable store sales for 1,013 stores represented $8.339 billion of net sales; and for fiscal 2009, comparable store sales for 942 stores represented $7.409 billion of net sales. Comparable store sales increased by approximately 5.9% for fiscal 2011 and increased by approximately 7.8% for fiscal 2010. The increase in comparable store sales for fiscal 2011 was due to increases in both the number of transactions and the average transaction amount.

Sales of domestics merchandise accounted for approximately 40%, 41% and 41% of net sales in fiscal 2011, 2010 and 2009, respectively, of which the Company estimates that bed linens accounted for approximately 12%, 12% and 13% of net sales in fiscal 2011, 2010 and 2009, respectively. The remaining net sales in fiscal 2011, 2010 and 2009 of 60%, 59% and 59%, respectively, represented sales of home furnishings. No other individual product category accounted for 10% or more of net sales during fiscal 2011, 2010 or 2009.

Gross Profit

Gross profit in fiscal 2011, 2010 and 2009 was $3.931 billion or 41.4% of net sales, $3.623 billion or 41.4% of net sales and $3.208 billion or 41.0% of net sales, respectively. The gross profit margin as a percentage of net sales for fiscal 2011 included a reduction in markdowns, offset by an increase in inventory acquisition costs and a shift in the mix of merchandise sold to lower margin categories. The increase in gross profit between fiscal 2010 and 2009 as a percentage of net sales was primarily due to a decrease in coupon expense as a percentage of net sales, partially offset by a shift in the mix of merchandise sold to lower margin categories.

Selling, General and Administrative expenses

SG&A was $2.363 billion or 24.9% of net sales in fiscal 2011, $2.334 billion or 26.7% of net sales in fiscal 2010 and $2.227 billion or 28.5% of net sales in fiscal 2009. The decrease in SG&A between fiscal 2011 and 2010 as a percentage of net sales was primarily due to relative decreases in payroll and payroll-related items (including salaries and medical insurance), occupancy (including rent and depreciation), advertising and store expenses, all of which benefited from the increase in comparable store sales. In addition, advertising expenses as a percentage of net sales benefited from a reduction in the mailing of advertising pieces. The decrease in SG&A between fiscal 2010 and 2009 as a percentage of net sales was primarily due to relative decreases in payroll and occupancy expenses, as well as a relative decrease in advertising expenses resulting from a reduction in the distribution of advertising pieces. Payroll and occupancy (including rent and depreciation) expense benefited from the approximate 7.8% increase in comparable store sales.

Operating Profit

Operating profit for fiscal 2011 was $1.568 billion or 16.5% of net sales, $1.288 billion or 14.7% of net sales in fiscal 2010 and $980.7 million or 12.5% of net sales in fiscal 2009. The change in operating profit as a percentage of net sales between fiscal 2011 and 2010 was the result of the change in SG&A as a percentage of net sales as described above. The change in operating profit between fiscal 2010 and 2009 was a result of the changes in the gross profit margin and SG&A as a percentage of net sales as described above.

Interest Income

Interest income was $1.1 million, $4.5 million and $4.6 million in fiscal 2011, 2010 and 2009, respectively.

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Income Taxes

The effective tax rate was 37.0% for fiscal 2011, 38.8% for fiscal 2010 and 39.1% for fiscal 2009. For fiscal 2011, the tax rate included an approximate $20.7 million net benefit primarily due to the settlement of certain discrete tax items from on-going examinations, the recognition of favorable discrete state tax items and from changing the blended state tax rate of deferred income taxes. For fiscal 2010, the tax rate included an approximate $0.9 million net expense primarily due to the recognition of certain discrete tax items, partially offset by the changing of the blended state tax rate of deferred income taxes. For fiscal 2009, the tax rate included an approximate $3.2 million net expense primarily due to the recognition of certain discrete tax items partially offset by the changing of the blended state tax rate of deferred income taxes. The remaining increase in the 2009 effective tax rate was primarily due to slightly higher state taxes.

The Company expects continued volatility in the effective tax rate from year to year because the Company is required each year to determine whether new information changes the assessment of both the probability that a tax position will effectively be sustained and the appropriateness of the amount of recognized benefit.

EXPANSION PROGRAM

The Company is engaged in an ongoing expansion program involving the opening of new stores in both new and existing markets, the expansion or relocation of existing stores and the continuous review of strategic acquisitions. In the 20-year period from the beginning of fiscal 1992 to the end of fiscal 2011, the chain has grown from 34 to 1,173 stores. Total square footage grew from 0.9 million square feet at the beginning of fiscal 1992 to 36.1 million square feet at the end of fiscal 2011. During fiscal 2011, the Company opened a total of 38 new stores, including 13 BBB stores throughout the United States and Canada, five CTS stores, one Harmon store and 19 buybuy BABY stores, and closed two BBB stores and two Harmon stores, all of which resulted in the aggregate addition of approximately 1.1 million square feet of store space. In May 2008, the Company became a partner in a joint venture which operates two stores in the Mexico City market under the name "Home & More."

The Company plans to continue to expand its operations and invest in its infrastructure to reach its long term objectives. In fiscal 2012, the Company expects to open approximately 40 new stores across all concepts. In order to further improve the communication, collaboration, coordination and execution across all concepts, activities and platforms, the Company plans to incur costs to relocate its offices from Farmingdale and Garden City, New York to its Union, New Jersey corporate headquarters' buildings. The relocation is expected to be substantially completed by the end of the summer of fiscal 2012.

LIQUIDITY AND CAPITAL RESOURCES

The Company has been able to finance its operations, including its expansion program, entirely through internally generated funds. For fiscal 2012, the Company believes that it will continue to finance its operations, including its expansion program, share repurchase program and planned capital expenditures, entirely through existing and internally generated funds. Capital expenditures for fiscal 2012, principally for new stores, existing store improvements, and information technology enhancements, including increased spending on interactive platforms, and other projects are planned to be in the range of approximately $275.0 million to $325.0 million, subject to the timing and composition of the projects. Capital expenditures include the following major initiatives: the development of an enhanced website; an additional 800,000 square foot E-Service fulfillment center in Georgia; the relocation of the Farmingdale and Garden City, New York offices to the Company's corporate headquarters in Union, New Jersey; and the initial phase of a new IT data center to support the Company's ongoing technology initiatives.

Fiscal 2011 compared to Fiscal 2010

Net cash provided by operating activities in fiscal 2011 was $1.225 billion, compared with $987.4 million in fiscal 2010. Year-over-year, the Company experienced an increase in net earnings, partially offset by an increase in cash used for the net components of working capital (primarily accounts payable and income taxes payable, partially offset by merchandise inventories).

Inventory per square foot was $57.35 as of February 25, 2012, as compared to $56.17 as of February 26, 2011.

Net cash used in investing activities in fiscal 2011 was $364.0 million, compared with $341.0 million in fiscal 2010. In fiscal 2011, net cash used in investing activities was due to $243.4 million of capital expenditures and $120.6 million of purchases of investment securities, net of redemptions. In fiscal 2010, net cash used in investing activities was due to $157.5 million of purchases of investment securities, net of redemptions, and $183.5 million of capital expenditures.

Net cash used in financing activities for fiscal 2011 was $1.042 billion, compared with $559.0 million in fiscal 2010. The increase in net cash used was primarily due to a $530.4 million increase in common stock repurchases partially offset by a $45.4 million increase in cash proceeds from the exercise of stock options.

Fiscal 2010 compared to Fiscal 2009

Net cash provided by operating activities in fiscal 2010 was $987.4 million, compared with $905.4 million in fiscal 2009. Year-over-year, the Company experienced an increase in net earnings, partially offset by an increase in cash used for the net components of working capital (primarily merchandise inventories and income taxes payable, partially offset by deferred rent and other liabilities).

Inventory per square foot was $56.17 as of February 26, 2011, as compared to $52.15 as of February 27, 2010. This increase of approximately 7.7% was primarily due to increased inventory levels required to support recent increases in comparable store sales and the timing of merchandise receipts.

Net cash used in investing activities in fiscal 2010 was $341.0 million, compared with $488.7 million in fiscal 2009. In fiscal 2010, net cash used in investing activities was due to $157.5 million of purchases of investment securities, net of redemptions, and $183.5 million of capital expenditures. In fiscal 2009, net cash used in investing activities was due to $335.0 million of purchases of investment securities, net of redemptions, and $153.7 million of capital expenditures.

Net cash used in financing activities for fiscal 2010 was $559.0 million, compared with net cash provided by financing activities of $11.2 million in fiscal 2009. The increase in net cash used was primarily due to a $592.7 million increase in common stock repurchases partially offset by a $26.0 million increase in cash proceeds from the exercise of stock options.

Auction Rate Securities

As of February 25, 2012, the Company held approximately $80.2 million of net investments in auction rate securities. Beginning in mid-February 2008, the auction process for the Company' s auction rate securities failed and continues to fail. These failed auctions result in a lack of liquidity in the securities but do not affect the underlying collateral of the securities. All of these investments carry triple-A credit ratings from one or more of the major credit rating agencies and the Company believes that given their high credit quality, it will ultimately recover at par all amounts invested in these securities. As of February 25, 2012, these securities had a temporary valuation adjustment of approximately $3.7 million to reflect their current lack of liquidity. Since this valuation adjustment is deemed to be temporary, it was recorded in accumulated other comprehensive (loss) income, net of a related tax benefit, and did not affect the Company' s net earnings for fiscal 2011. As of February 25, 2012, the Company classified approximately $6.5 million of these securities as short term investment securities due to expected redemptions at par during fiscal 2012.

During fiscal 2011, approximately $29.0 million of auction rate securities were redeemed at par. Subsequent to the end of fiscal 2011 through April 13, 2012, the Company redeemed approximately $6.5 million at par.

The Company does not anticipate that any potential lack of liquidity in its auction rate securities, even for an extended period of time, will affect its ability to finance its operations, including its expansion program, share repurchase program, and planned capital expenditures. The Company continues to monitor efforts by the financial markets to find alternative means for restoring the liquidity of these investments. These investments will remain primarily classified as non-current assets until the Company has better visibility as to when their liquidity will be restored. The classification and valuation of these securities will continue to be reviewed quarterly.

Other Fiscal 2011 Information

At February 25, 2012, the Company maintained two uncommitted lines of credit of $100 million each, with expiration dates of February 29, 2012 and September 2, 2012, respectively. Subsequent to the end of fiscal 2011, the expiration date on the line of credit that would have otherwise expired on February 29, 2012 was extended to February 28, 2013. These uncommitted lines of credit are currently and are expected to be used for letters of credit in the ordinary course of business. During fiscal 2011, the Company did not have any direct borrowings under the uncommitted lines of credit. As of February 25, 2012, there was approximately $8.5 million of outstanding letters of credit. Although no assurances can be provided, the Company intends to renew both uncommitted lines of credit before the respective expiration dates. In addition, as of February 25, 2012, the Company maintained unsecured standby letters of credit of $61.3 million, primarily for certain insurance programs.

Between December 2004 and December 2010, the Company' s Board of Directors authorized, through several share repurchase programs, the repurchase of $4.950 billion of the Company' s common stock.

Since 2004 through the end of fiscal 2011, the Company has repurchased approximately $4.0 billion of its common stock through several share repurchase programs. The Company has approximately $919 million remaining of authorized share repurchases as of February 25, 2012. The execution of the Company' s share repurchase program will consider current business and market conditions.

The Company has authorization to make repurchases from time to time in the open market or through other parameters approved by the Board of Directors pursuant to existing rules and regulations.

The Company has contractual obligations consisting mainly of operating leases for stores, offices, warehouse facilities and equipment, purchase obligations and other long-term liabilities which the Company is obligated to pay as of February 25, 2012 as follows:

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(in thousands)	**Total**	**Less than 1 year**	**1-3 years**	**4-5 years**	**After 5 years**
Operating Lease Obligations (1)	$ 3,038,397	$ 466,029	$ 827,065	$ 651,050	$ 1,094,253
Purchase Obligations (2)	751,973	751,973	–	–	–
Other long-term liabilities (3)	462,888	–	–	–	–
Total Contractual Obligations	$ 4,253,258	$ 1,218,002	$ 827,065	$ 651,050	$ 1,094,253

(1) The amounts presented represent the future minimum lease payments under non-cancelable operating leases. In addition to minimum rent, certain of the Company' s leases require the payment of additional costs for insurance, maintenance and other costs. These additional amounts are not included in the table of contractual commitments as the timing and/or amounts of such payments are not known. As of February 25, 2012, the Company has leased sites for 26 locations planned for opening in fiscal 2012 or 2013, for which aggregate minimum rental payments over the term of the leases are approximately $106.3 million and are included in the table above.

(2) Purchase obligations primarily consist of purchase orders for merchandise.

(3) Amounts recorded as deferred rent and other liabilities and income taxes payable in the Consolidated Balance Sheet as of February 25, 2012 have been reflected only in the Total column in the table above as the timing and/or amount of any cash payment is uncertain. Deferred rent and other liabilities are primarily comprised of deferred rent, workers' compensation and general liability reserves and various other accruals.

SEASONALITY

The Company' s sales exhibit seasonality with sales levels generally higher in the calendar months of August, November and December, and generally lower in February.

INFLATION

The Company does not believe that its operating results have been materially affected by inflation during the past year. There can be no assurance, however, that the Company' s operating results will not be affected by inflation in the future.

CRITICAL ACCOUNTING POLICIES

The preparation of consolidated financial statements in conformity with U.S. generally accepted accounting principles requires the Company to establish accounting policies and to make estimates and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience and on other assumptions that it believes to be relevant under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. In particular, judgment is used in areas such as inventory valuation, impairment of long-lived assets, goodwill and other indefinite lived intangible assets, accruals for self insurance, litigation, store opening, expansion, relocation and closing costs, stock-based compensation and income and certain other taxes. Actual results could differ from these estimates.

Inventory Valuation: Merchandise inventories are stated at the lower of cost or market. Inventory costs for BBB, buybuy BABY and Harmon are calculated using the weighted average retail inventory method and inventory costs for CTS are calculated using the first in first out cost method.

Under the retail inventory method, the valuation of inventories at cost and the resulting gross margins are calculated by applying a cost-to-retail ratio to the retail values of inventories. The cost associated with determining the cost-to-retail ratio includes: merchandise purchases, net of returns to vendors, discounts and volume and incentive rebates; inbound freight expenses; duty, insurance and commissions.

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At any one time, inventories include items that have been written down to the Company' s best estimate of their realizable value. Judgment is required in estimating realizable value and factors considered are the age of merchandise and anticipated demand. Actual realizable value could differ materially from this estimate based upon future customer demand or economic conditions.

The Company estimates its reserve for shrinkage throughout the year based on historical shrinkage and any current trends, if applicable. Actual shrinkage is recorded at year end based upon the results of the Company' s physical inventory counts for locations at which counts were conducted. For locations where physical inventory counts were not conducted in the fiscal year, an estimated shrink reserve is recorded based on historical shrinkage and any current trends, if applicable. Historically, the Company' s shrinkage has not been volatile.

The Company accrues for merchandise in transit once it takes legal ownership and title to the merchandise; as such, an estimate for merchandise in transit is included in the Company' s merchandise inventories.

Impairment of Long-Lived Assets: The Company reviews long-lived assets for impairment when events or changes in circumstances indicate the carrying value of these assets may exceed their current fair values. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to the estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized for the amount by which the carrying amount of the asset exceeds the fair value of the assets. Assets to be disposed of would be separately presented in the balance sheet and reported at the lower of the carrying amount or fair value less costs to sell, and are no longer depreciated. The assets and liabilities of a disposal group classified as held for sale would be presented separately in the appropriate asset and liability sections of the balance sheet. The Company has not historically recorded any material impairment to its long-lived assets. In the future, if events or market conditions affect the estimated fair value to the extent that a long-lived asset is impaired, the Company will adjust the carrying value of these long-lived assets in the period in which the impairment occurs.

Goodwill and Other Indefinite Lived Intangible Assets: The Company reviews goodwill and other intangibles that have indefinite lives for impairment annually or when events or changes in circumstances indicate the carrying value of these assets might exceed their current fair values. Impairment testing is based upon the best information available including estimates of fair value which incorporate assumptions marketplace participants would use in making their estimates of fair value. The Company has not historically recorded an impairment to its goodwill and other indefinite lived intangible assets. The Company completed its annual impairment testing of goodwill and other indefinite lived intangible assets and determined that, as of February 25, 2012, no impairment existed because the fair value of these assets substantially exceeded their carrying values. In the future, if events or market conditions affect the estimated fair value to the extent that an asset is impaired, the Company will adjust the carrying value of these assets in the period in which the impairment occurs**.**

Self Insurance: The Company utilizes a combination of insurance and self insurance for a number of risks including workers' compensation, general liability, automobile liability and employee related health care benefits (a portion of which is paid by its employees). Liabilities associated with the risks that the Company retains are estimated by considering historical claims experience, demographic factors, severity factors and other actuarial assumptions. Although the Company' s claims experience has not displayed substantial volatility in the past, actual experience could materially vary from its historical experience in the future. Factors that affect these estimates include but are not limited to: inflation, the number and severity of claims and regulatory changes. In the future, if the Company concludes an adjustment to self insurance accruals is required, the liability will be adjusted accordingly.

Litigation: The Company records an estimated liability related to its various claims and legal actions arising in the ordinary course of business when and to the extent that it concludes a liability is probable and the amount of the loss can be reasonably estimated. Such estimated loss is based on available information and advice from outside counsel, where appropriate. As additional information becomes available, the Company reassesses the potential liability related to claims and legal actions and revises its estimated liabilities, as appropriate. The Company expects the ultimate disposition of these matters will not have a material adverse effect on the Company' s consolidated financial position, results of operations or liquidity. The Company also cannot predict the nature and validity

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of claims which could be asserted in the future, and future claims could have a material impact on its earnings.

Store Opening, Expansion, Relocation and Closing Costs: Store opening, expansion, relocation and closing costs, including markdowns, asset residual values and projected occupancy costs, are charged to earnings as incurred.

Stock-Based Compensation: The Company uses a Black-Scholes option-pricing model to determine the fair value of its stock options. The Black-Scholes model includes various assumptions, including the expected life of stock options, the expected risk free interest rate and the expected volatility. These assumptions reflect the Company' s best estimates, but they involve inherent uncertainties based on market conditions generally outside the control of the Company. As a result, if other assumptions had been used, total stock-based compensation cost could have been materially impacted. Furthermore, if the Company uses different assumptions for future grants, stock-based compensation cost could be materially impacted in future periods.

The Company determines its assumptions for the Black-Scholes option-pricing model in accordance with the accounting guidance related to stock compensation.

- The expected life of stock options is estimated based on historical experience.
- The expected risk free interest rate is based on the U.S. Treasury constant maturity interest rate whose term is consistent with the expected life of the stock options.
- Expected volatility is based on the average of historical and implied volatility. The historical volatility is determined by observing actual prices of the Company' s stock over a period commensurate with the expected life of the awards. The implied volatility represents the implied volatility of the Company' s call options, which are actively traded on multiple exchanges, had remaining maturities in excess of twelve months, had market prices close to the exercise prices of the employee stock options and were measured on the stock option grant date.

The Company is required to record stock-based compensation expense net of estimated forfeitures. The Company' s forfeiture rate assumption used in determining its stock-based compensation expense is estimated based on historical data. The actual forfeiture rate could differ from these estimates.

Taxes: The Company accounts for its income taxes using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to the differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in earnings in the period that includes the enactment date.

The Company intends to reinvest the unremitted earnings of its Canadian subsidiary. Accordingly, no provision has been made for U.S. or additional non-U.S. taxes with respect to these earnings. In the event of repatriation to the U.S., in most cases such earnings would be subject to U.S. income taxes.

The Company recognizes the tax benefit from an uncertain tax position only if it is at least more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than fifty percent likelihood of being realized upon settlement with the taxing authorities.

The Company expects continued volatility in the effective tax rate from year to year because the Company is required each year to determine whether new information changes the assessment of both the probability that a tax position will effectively be sustained and the appropriateness of the amount of recognized benefit.

The Company also accrues for certain other taxes as required by their operations.

Judgment is required in determining the provision for income and other taxes and related accruals, deferred tax assets and liabilities. In the ordinary course of business, there are transactions and calculations where the ultimate tax outcome is uncertain. Additionally, the Company' s various tax returns are subject to audit by various tax authorities. Although the Company believes that its estimates are reasonable, actual results could differ from these estimates.

FORWARD-LOOKING STATEMENTS

This Form 10-K and Management' s Discussion and Analysis of Financial Condition and Results of Operations contain forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. The Company' s actual results and future financial condition may differ materially from those expressed in any such forward-looking statements as a result of many factors. Such factors include, without limitation: general economic conditions including the housing market, a challenging overall macroeconomic environment and related changes in the retailing environment, consumer preferences and spending habits; demographics and other macroeconomic factors that may impact the level of spending for the types of merchandise sold by the Company; civil disturbances and terrorist attacks; unusual weather patterns and natural disasters; competition from existing and potential competitors; competition from other channels of distribution; pricing pressures; the ability to attract and retain qualified employees in all areas of the organization; the cost of labor, merchandise and other costs and expenses; the ability to find suitable locations at acceptable occupancy costs and other terms to support the Company' s expansion program; the impact of failed auctions for auction rate securities held by the Company; uncertainty in financial markets; disruptions to the Company' s information technology systems including but not limited to security breaches of the Company' s systems protecting consumer and employee information; reputational risk arising from the acts of third parties; changes to statutory, regulatory and legal requirements; changes to, or new, tax laws or interpretation of existing tax laws; and changes to, or new, accounting standards including, without limitation, changes to lease accounting standards. The Company does not undertake any obligation to update its forward-looking statements.

ITEM 7A - QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

As of February 25, 2012, the Company' s investments include cash and cash equivalents of approximately $1.003 billion, short term investment securities of approximately $756.4 million and long term investment securities of approximately $95.8 million at weighted average interest rates of 0.00%, 0.04% and 0.24%, respectively.

As of February 25, 2012, the Company held approximately $80.2 million of net investments in auction rate securities. Beginning in mid-February 2008, the auction process for the Company' s auction rate securities failed and continues to fail. These failed auctions result in a lack of liquidity in the securities but do not affect the underlying collateral of the securities. All of these investments carry triple-A credit ratings from one or more of the major credit rating agencies and the Company believes that given their high credit quality, it will ultimately recover at par all amounts invested in these securities. As of February 25, 2012, these securities had a temporary valuation adjustment of approximately $3.7 million to reflect their current lack of liquidity. Since this valuation adjustment is deemed to be temporary, it was recorded in accumulated other comprehensive (loss) income, net of a related tax benefit, and did not affect the Company' s net earnings for fiscal 2011. As of February 25, 2012, the Company classified approximately $6.5 million of these securities as short term investment securities due to expected redemptions at par during fiscal 2012.

During fiscal 2011, approximately $29.0 million of auction rate securities were redeemed at par. Subsequent to the end of fiscal 2011 through April 13, 2012, the Company redeemed approximately $6.5 million at par.

The Company does not anticipate that any potential lack of liquidity in its auction rate securities, even for an extended period of time, will affect its ability to finance its operations, including its expansion program and planned capital expenditures. The Company continues to monitor efforts by the financial markets to find alternative means for restoring the liquidity of these investments. These

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investments will remain primarily classified as non-current assets until the Company has better visibility as to when their liquidity will be restored. The classification and valuation of these securities will continue to be reviewed quarterly.

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ITEM 8 - FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

The following are included herein:

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BED BATH & BEYOND INC. AND SUBSIDIARIES

Consolidated Balance Sheets

(in thousands, except per share data)

	February 25, 2012	February 26, 2011
Assets		
Current assets:		
Cash and cash equivalents	**$ 1,003,166**	$ 1,183,587
Short term investment securities	**756,389**	605,608
Merchandise inventories	**2,071,890**	1,968,907
Other current assets	**311,494**	315,736

Total current assets	**4,142,939**	4,073,838
Long term investment securities	**95,785**	121,446
Property and equipment, net	**1,198,255**	1,116,297
Other assets	**287,567**	334,612
Total assets	**$ 5,724,546**	$ 5,646,193
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts payable	**$ 752,064**	$ 709,550
Accrued expenses and other current liabilities	**329,174**	306,847
Merchandise credit and gift card liabilities	**209,646**	193,061
Current income taxes payable	**48,246**	112,982
Total current liabilities	**1,339,130**	1,322,440
Deferred rent and other liabilities	**339,266**	292,364
Income taxes payable	**123,622**	99,730
Total liabilities	**1,802,018**	1,714,534
Commitments and contingencies		
Shareholders' equity:		
Preferred stock - $0.01 par value; authorized - 1,000 shares; no shares issued or outstanding	**–**	–
Common stock - $0.01 par value; authorized - 900,000 shares; issued 330,576 and 325,222 shares, respectively; outstanding 235,515 and 251,666 shares, respectively	**3,306**	3,253
Additional paid-in capital	**1,417,337**	1,191,123
Retained earnings	**6,535,824**	5,546,287
Treasury stock, at cost	**(4,032,060)**	(2,814,104)
Accumulated other comprehensive (loss) income	**(1,879)**	5,100
Total shareholders' equity	**3,922,528**	3,931,659
Total liabilities and shareholders' equity	**$ 5,724,546**	$ 5,646,193

See accompanying Notes to Consolidated Financial Statements.

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Consolidated Statements of Earnings

Bed Bath & Beyond Inc. and Subsidiaries

	FISCAL YEAR ENDED		
	February 25,	**February 26,**	**February 27,**

(in thousands, except per share data)	2012	2011	2010
Net sales	**$ 9,499,890**	$ 8,758,503	$ 7,828,793
Cost of sales	**5,568,957**	5,135,574	4,620,674
Gross profit	**3,930,933**	3,622,929	3,208,119
Selling, general and administrative expenses	**2,362,564**	2,334,471	2,227,432
Operating profit	**1,568,369**	1,288,458	980,687
Interest income, net	**1,119**	4,520	4,568
Earnings before provision for income taxes	**1,569,488**	1,292,978	985,255
Provision for income taxes	**579,951**	501,645	385,222
Net earnings	**$ 989,537**	$ 791,333	$ 600,033
Net earnings per share - Basic	**$ 4.12**	$ 3.11	$ 2.33
Net earnings per share - Diluted	**$ 4.06**	$ 3.07	$ 2.30
Weighted average shares outstanding - Basic	**240,016**	254,297	257,755
Weighted average shares outstanding - Diluted	**243,890**	258,079	260,375

See accompanying Notes to Consolidated Financial Statements.

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Consolidated Statements of Shareholders' Equity

Bed Bath & Beyond Inc. and Subsidiaries

	Common Stock		Additional Paid-	Retained	Treasury Stock		Accumulated Other Comprehensive	
(in thousands)	Shares	Amount	in Capital	Earnings	Shares	Amount	Income (Loss)	Total
Balance at February 28, 2009	314,678	$ 3,147	$ 878,568	$ 4,154,921	(54,977)	$ (2,031,642)	$ (4,540)	$ 3,000,454
Comprehensive Income (Loss):								
Net earnings				600,033				600,033
Change in temporary impairment of auction rate securities, net of taxes							325	325
Pension adjustment, net of taxes							1,260	1,260

Currency translation adjustment							3,683	3,683
Comprehensive Income								605,301
Shares sold under employee stock option plans, net of taxes	4,503	45	96,431					96,476
Issuance of restricted shares, net	1,369	14	(14)					–
Stock-based compensation expense, net			45,411					45,411
Director fees paid in stock	3		119					119
Repurchase of common stock, including fees					(2,678)	(94,857)		(94,857)
Balance at February 27, 2010	320,553	3,206	1,020,515	4,754,954	(57,655)	(2,126,499)	728	3,652,904
Comprehensive Income (Loss):								
Net earnings				791,333				791,333
Change in temporary impairment of auction rate securities, net of taxes							(663)	(663)
Pension adjustment, net of taxes							343	343
Currency translation adjustment							4,692	4,692
Comprehensive Income								795,705
Shares sold under employee stock option plans, net of taxes	3,804	38	125,058					125,096
Issuance of restricted shares, net	863	9	(9)					–
Stock-based compensation expense, net			45,465					45,465
Director fees paid in stock	2		94					94
Repurchase of common stock, including fees					(15,901)	(687,605)		(687,605)
Balance at February 26, 2011	325,222	3,253	1,191,123	5,546,287	(73,556)	(2,814,104)	5,100	3,931,659
Comprehensive Income (Loss):								
Net earnings				989,537				989,537
Change in temporary impairment of auction rate securities, net of taxes							(297)	(297)
Pension adjustment, net of taxes							(4,596)	(4,596)
Currency translation adjustment							(2,086)	(2,086)
Comprehensive Income								982,558

Shares sold under employee stock option plans, net of taxes	4,645	46	179,546					179,592
Issuance of restricted shares, net	706	7	(7)					–
Stock-based compensation expense, net			46,501					46,501
Director fees paid in stock	3		174					174
Repurchase of common stock, including fees					(21,505)	(1,217,956)		(1,217,956)
Balance at February 25, 2012	**330,576**	**$ 3,306**	**$ 1,417,337**	**$ 6,535,824**	**(95,061)**	**$ (4,032,060)**	**$ (1,879)**	**$ 3,922,528**

See accompanying Notes to Consolidated Financial Statements.

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Consolidated Statements of Cash Flows

Bed Bath & Beyond Inc. and Subsidiaries

	FISCAL YEAR ENDED		
(in thousands)	**February 25, 2012**	**February 26, 2011**	**February 27, 2010**
Cash Flows from Operating Activities:			
Net earnings	**$ 989,537**	$ 791,333	$ 600,033
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Depreciation	**183,873**	183,820	184,232
Stock-based compensation	**45,223**	44,276	44,235
Tax benefit from stock-based compensation	**63**	(3,453)	(5,986)
Deferred income taxes	**30,238**	(15,988)	(22,811)
Other	**(1,622)**	(1,757)	(405)
(Increase) decrease in assets:			
Merchandise inventories	**(102,983)**	(209,204)	(117,364)
Trading investment securities	**(4,538)**	(5,469)	(5,610)
Other current assets	**24,948**	(17,736)	(4,397)
Other assets	**900**	(2,899)	526
Increase (decrease) in liabilities:			
Accounts payable	**31,582**	102,307	96,279
Accrued expenses and other current liabilities	**19,822**	29,809	37,905
Merchandise credit and gift card liabilities	**16,585**	20,257	7,183
Income taxes payable	**(37,392)**	25,456	70,487
Deferred rent and other liabilities	**29,048**	46,655	21,100
Net cash provided by operating activities	**1,225,284**	987,407	905,407
Cash Flows from Investing Activities:			

Purchase of held-to-maturity investment securities	**(1,605,851)**	(1,511,555)	(403,582)
Redemption of held-to-maturity investment securities	**1,456,250**	1,286,270	30,025
Redemption of available-for-sale investment securities	**28,975**	24,975	38,545
Redemption of trading investment securities	**–**	42,825	–
Capital expenditures	**(243,374)**	(183,474)	(153,680)
Net cash used in investing activities	**(364,000)**	(340,959)	(488,692)
Cash Flows from Financing Activities:			
Proceeds from exercise of stock options	**171,088**	125,700	99,727
Excess tax benefit from stock-based compensation	**5,163**	2,944	6,306
Repurchase of common stock, including fees	**(1,217,956)**	(687,605)	(94,857)
Net cash (used in) provided by financing activities	**(1,041,705)**	(558,961)	11,176
Net (decrease) increase in cash and cash equivalents	**(180,421)**	87,487	427,891
Cash and cash equivalents:			
Beginning of period	**1,183,587**	1,096,100	668,209
End of period	**$ 1,003,166**	$ 1,183,587	$ 1,096,100

See accompanying Notes to Consolidated Financial Statements.

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Notes to Consolidated Financial Statements
Bed Bath & Beyond Inc. and Subsidiaries

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS

A. Nature of Operations

Bed Bath & Beyond Inc. and subsidiaries (the "Company") is a chain of retail stores, operating under the names Bed Bath & Beyond ("BBB"), Christmas Tree Shops ("CTS"), Harmon and Harmon Face Values ("Harmon") and buybuy BABY. In addition, the Company is a partner in a joint venture which operates two stores in the Mexico City market under the name "Home & More." The Company sells a wide assortment of domestics merchandise and home furnishings. Domestics merchandise includes categories such as bed linens and related items, bath items and kitchen textiles. Home furnishings include categories such as kitchen and tabletop items, fine tabletop, basic housewares, general home furnishings, consumables and certain juvenile products. As the Company operates in the retail industry, its results of operations are affected by general economic conditions and consumer spending habits.

B. Fiscal Year

The Company' s fiscal year is comprised of the 52 or 53 week period ending on the Saturday nearest February 28. Accordingly, fiscal 2011, 2010 and 2009 represented 52 weeks and ended on February 25, 2012, February 26, 2011 and February 27, 2010, respectively.

C. Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its subsidiaries, all of which are wholly owned.

All significant intercompany balances and transactions have been eliminated in consolidation.

D. Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. generally accepted accounting principles requires the Company to establish accounting policies and to make estimates and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience and on other assumptions that it believes to be relevant under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. In particular, judgment is used in areas such as inventory valuation, impairment of long-lived assets, impairment of auction rate securities, goodwill and other indefinite lived intangible assets, accruals for self insurance, litigation, store opening, expansion, relocation and closing costs, the provision for sales returns, vendor allowances, stock-based compensation and income and certain other taxes. Actual results could differ from these estimates.

E. Cash and Cash Equivalents

The Company considers all highly liquid instruments purchased with original maturities of three months or less to be cash equivalents. Included in cash and cash equivalents are credit and debit card receivables from banks, which typically settle within 5 business days, of $67.1 million and $61.9 million as of February 25, 2012 and February 26, 2011, respectively.

F. Investment Securities

Investment securities consist primarily of U.S. Treasury Bills with remaining maturities of less than one year and auction rate

securities, which are securities with interest rates that reset periodically through an auction process. The U.S. Treasury Bills are classified as short term held-to-maturity securities and are stated at their amortized cost which approximates fair value. Auction rate securities are classified as available-for-sale and are stated at fair value, which had historically been consistent with cost or par value due to interest rates which reset periodically, typically every 7, 28 or 35 days. As a result, there generally were no cumulative gross unrealized holding gains or losses relating to these auction rate securities. However, beginning in mid-February 2008 due to market conditions, the auction process for the Company' s auction rate securities failed and continues to fail. These failed auctions result in a lack of liquidity in the securities, and affect their estimated fair values at February 25, 2012 and February 26, 2011, but do not affect the underlying collateral of the securities. (See "Fair Value Measurements," Note 4 and "Investment Securities," Note 5). All income from these investments is recorded as interest income.

Those investment securities which the Company has the ability and intent to hold until maturity are classified as held-to-maturity investments and are stated at amortized cost. Those investment securities which are bought and held principally for the purpose of selling them in the near term are classified as trading securities and are stated at fair market value.

Premiums are amortized and discounts are accreted over the life of the security as adjustments to interest income using the effective interest method. Dividend and interest income are recognized when earned.

G. Inventory Valuation

Merchandise inventories are stated at the lower of cost or market. Inventory costs for BBB, buybuy BABY and Harmon are calculated using the weighted average retail inventory method and inventory costs for CTS are calculated using the first in first out cost method.

Under the retail inventory method, the valuation of inventories at cost and the resulting gross margins are calculated by applying a cost-to-retail ratio to the retail values of inventories. The cost associated with determining the cost-to-retail ratio includes: merchandise purchases, net of returns to vendors, discounts and volume and incentive rebates; inbound freight expenses; duty, insurance and commissions.

At any one time, inventories include items that have been written down to the Company' s best estimate of their realizable value. Judgment is required in estimating realizable value and factors considered are the age of merchandise and anticipated demand. Actual realizable value could differ materially from this estimate based upon future customer demand or economic conditions.

The Company estimates its reserve for shrinkage throughout the year based on historical shrinkage and any current trends, if applicable. Actual shrinkage is recorded at year end based upon the results of the Company' s physical inventory counts for locations at which counts were conducted. For locations where physical inventory counts were not conducted in the fiscal year, an estimated shrink reserve is recorded based on historical shrinkage and any current trends, if applicable. Historically, the Company' s shrinkage has not been volatile.

The Company accrues for merchandise in transit once it takes legal ownership and title to the merchandise; as such, an estimate for merchandise in transit is included in the Company' s merchandise inventories.

H. Property and Equipment

Property and equipment are stated at cost. Depreciation is computed primarily using the straight-line method over the estimated useful lives of the assets (forty years for buildings; five to twenty years for furniture, fixtures and equipment; and three to seven years for computer equipment and software). Leasehold improvements are amortized using the straight-line method over the lesser of their estimated useful life or the life of the lease. Depreciation expense is primarily included within selling, general and administrative expenses.

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The cost of maintenance and repairs is charged to earnings as incurred; significant renewals and betterments are capitalized. Maintenance and repairs amounted to $85.8 million, $90.2 million and $86.2 million for fiscal 2011, 2010 and 2009, respectively.

I. Impairment of Long-Lived Assets

The Company reviews long-lived assets for impairment when events or changes in circumstances indicate the carrying value of these assets may exceed their current fair values. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to the estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized for the amount by which the carrying amount of the asset exceeds the fair value of the assets. Assets to be disposed of would be separately presented in the balance sheet and reported at the lower of the carrying amount or fair value less costs to sell, and are no longer depreciated. The assets and liabilities of a disposal group classified as held for sale would be presented separately in the appropriate asset and liability sections of the balance sheet. The Company has not historically recorded any material impairment to its long-lived assets. In the future, if events or market conditions affect the estimated fair value to the extent that a long-lived asset is impaired, the Company will adjust the carrying value of these long-lived assets in the period in which the impairment occurs.

J. Goodwill and Other Indefinite Lived Intangible Assets

The Company reviews goodwill and other intangibles that have indefinite lives for impairment annually or when events or changes in circumstances indicate the carrying value of these assets might exceed their current fair values. Impairment testing is based upon the best information available, including estimates of fair value which incorporate assumptions marketplace participants would use in making their estimates of fair value. The Company has not historically recorded an impairment to its goodwill and other indefinite lived intangible assets. The Company completed its annual impairment testing of goodwill and other indefinite lived intangible assets and determined that, as of February 25, 2012, no impairment existed because the fair value of these assets substantially exceeded their carrying values. In the future, if events or market conditions affect the estimated fair value to the extent that an asset is impaired, the Company will adjust the carrying value of these assets in the period in which the impairment occurs.

Included within other assets in the accompanying consolidated balance sheets as of February 25, 2012 and February 26, 2011, respectively, is $198.7 million for goodwill and $30.9 million for indefinite lived tradenames.

K. Self Insurance

The Company utilizes a combination of insurance and self insurance for a number of risks including workers' compensation, general liability, automobile liability and employee related health care benefits (a portion of which is paid by its employees). Liabilities associated with the risks that the Company retains are estimated by considering historical claims experience, demographic factors, severity factors and other actuarial assumptions. Although the Company' s claims experience has not displayed substantial volatility in the past, actual experience could materially vary from its historical experience in the future. Factors that affect these estimates include but are not limited to: inflation, the number and severity of claims and regulatory changes. In the future, if the Company concludes an adjustment to self insurance accruals is required, the liability will be adjusted accordingly.

L. Deferred Rent

The Company accounts for scheduled rent increases contained in its leases on a straight-line basis over the term of the lease beginning as of the date the Company obtained possession of the leased premises. Deferred rent amounted to $77.9 million and $78.3 million as of February 25, 2012 and February 26, 2011, respectively.

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Cash or lease incentives ("tenant allowances") received pursuant to certain store leases are recognized on a straight-line basis as a reduction to rent over the lease term. The unamortized portion of tenant allowances is included in deferred rent and other liabilities. The unamortized portion of tenant allowances amounted to $120.1 million and $111.9 million as of February 25, 2012 and February 26, 2011, respectively.

M. Treasury Stock

Between December 2004 and December 2010, the Company' s Board of Directors authorized, through several share repurchase programs, the repurchase of $4.950 billion of the Company' s common stock.

During fiscal 2011, the Company repurchased approximately 21.5 million shares of its common stock at a total cost of approximately $1.218 billion. During fiscal 2010, the Company repurchased approximately 15.9 million shares of its common stock at a total cost of approximately $687.6 million. During fiscal 2009, the Company repurchased approximately 2.7 million shares of its common stock at a total cost of approximately $94.9 million. The Company has approximately $919 million remaining of authorized share repurchases as of February 25, 2012.

The Company has authorization to make repurchases from time to time in the open market or through other parameters approved by the Board of Directors pursuant to existing rules and regulations.

N. Fair Value of Financial Instruments

The Company' s financial instruments include cash and cash equivalents, investment securities, accounts payable and certain other liabilities. The Company' s investment securities consist primarily of U.S. Treasury securities, which are stated at amortized cost, and auction rate securities, which are stated at their approximate fair value. The book value of all financial instruments is representative of their fair values (See "Fair Value Measurements," Note 4).

O. Revenue Recognition

Sales are recognized upon purchase by customers at the Company' s retail stores or upon delivery for products purchased from its websites. The value of point-of-sale coupons and point-of-sale rebates that result in a reduction of the price paid by the customer are recorded as a reduction of sales. Shipping and handling fees that are billed to a customer in a sale transaction are recorded in sales. Taxes, such as sales tax, use tax and value added tax, are not included in sales.

Revenues from gift cards, gift certificates and merchandise credits are recognized when redeemed. Gift cards have no provisions for reduction in the value of unused card balances over defined time periods and have no expiration dates.

Sales returns are provided for in the period that the related sales are recorded based on historical experience. Although the estimate for sales returns has not varied materially from historical provisions, actual experience could vary from historical experience in the future if the level of sales return activity changes materially. In the future, if the Company concludes that an adjustment to the sales return accrual is required due to material changes in the returns activity, the reserve will be adjusted accordingly.

P. Cost of Sales

Cost of sales includes the cost of merchandise, buying costs and costs of the Company' s distribution network including inbound freight charges, distribution facility costs, receiving costs, internal transfer costs and shipping and handling costs.

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Q. Vendor Allowances

The Company receives allowances from vendors in the normal course of business for various reasons including direct cooperative advertising, purchase volume and reimbursement for other expenses. Annual terms for each allowance include the basis for earning the allowance and payment terms, which vary by agreement. All vendor allowances are recorded as a reduction of inventory cost, except for direct cooperative advertising allowances which are specific, incremental and identifiable. The Company recognizes purchase volume allowances as a reduction of the cost of inventory in the quarter in which milestones are achieved. Advertising costs were reduced by direct cooperative allowances of $19.5 million, $17.6 million and $14.5 million for fiscal 2011, 2010 and 2009, respectively.

R. Store Opening, Expansion, Relocation and Closing Costs

Store opening, expansion, relocation and closing costs, including markdowns, asset residual values and projected occupancy costs, are charged to earnings as incurred.

S. Advertising Costs

Expenses associated with direct response advertising are expensed over the period during which the sales are expected to occur, generally four to six weeks, and all other expenses associated with store advertising are charged to earnings as incurred. Net advertising costs amounted to $192.5 million, $198.3 million and $230.6 million for fiscal 2011, 2010 and 2009, respectively.

T. Stock-Based Compensation

The Company measures all employee stock-based compensation awards using a fair value method and records such expense in its consolidated financial statements. The Company adopted the accounting guidance related to stock compensation on August 28, 2005 (the "date of adoption") under the modified prospective application. Under this application, the Company records stock-based compensation expense for all awards granted on or after the date of adoption and for the portion of previously granted awards that remained unvested at the date of adoption. Currently, the Company' s stock-based compensation relates to restricted stock awards and stock options. The Company' s restricted stock awards are considered nonvested share awards.

U. Income Taxes

The Company files a consolidated Federal income tax return. Income tax returns are also filed with each taxable jurisdiction in which the Company conducts business.

The Company accounts for its income taxes using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to the differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in earnings in the period that includes the enactment date.

The Company intends to reinvest the unremitted earnings of its Canadian subsidiary. Accordingly, no provision has been made for U.S. or additional non-U.S. taxes with respect to these earnings. In the event of repatriation to the U.S., in most cases such earnings would be subject to U.S. income taxes.

The Company recognizes the tax benefit from an uncertain tax position only if it is at least more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than fifty percent likelihood

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of being realized upon settlement with the taxing authorities.

Judgment is required in determining the provision for income taxes and related accruals, deferred tax assets and liabilities. In the ordinary course of business, there are transactions and calculations where the ultimate tax outcome is uncertain. Additionally, the Company' s tax returns are subject to audit by various tax authorities. Although the Company believes that its estimates are reasonable, actual results could differ from these estimates.

V. Earnings per Share

The Company presents earnings per share on a basic and diluted basis. Basic earnings per share has been computed by dividing net earnings by the weighted average number of shares outstanding. Diluted earnings per share has been computed by dividing net earnings by the weighted average number of shares outstanding including the dilutive effect of stock-based awards as calculated under the treasury stock method.

Stock-based awards of approximately 0.9 million, 1.5 million and 9.8 million shares were excluded from the computation of diluted earnings per share as the effect would be anti-dilutive for fiscal 2011, 2010 and 2009, respectively.

W. Segments

The Company accounts for its operations as one operating segment.

2. PROPERTY AND EQUIPMENT

Property and equipment consist of the following:

(in thousands)	February 25, 2012	February 26, 2011
Land and buildings	**$ 316,953**	$ 234,027
Furniture, fixtures and equipment	**960,565**	892,682
Leasehold improvements	**1,024,954**	959,427
Computer equipment and software	**504,641**	452,235
	2,807,113	2,538,371
Less: Accumulated depreciation and amortization	**(1,608,858)**	(1,422,074)
	$ 1,198,255	$ 1,116,297

3. LINES OF CREDIT

At February 25, 2012, the Company maintained two uncommitted lines of credit of $100 million each, with expiration dates of February 29, 2012 and September 2, 2012, respectively. Subsequent to the end of fiscal 2011, the expiration date on the line of credit that would have otherwise expired on February 29, 2012 was extended to February 28, 2013. These uncommitted lines of credit are currently and are expected to be used for letters of credit in the ordinary course of business. During fiscal 2011 and 2010, the Company did not have any direct borrowings under the uncommitted lines of credit. As of February 25, 2012, there was approximately $8.5 million of outstanding letters of credit. Although no assurances can be provided, the Company intends to renew both uncommitted lines of credit before the respective expiration dates. In addition, as of February 25, 2012, the Company maintained unsecured standby letters of credit of $61.3 million, primarily for certain insurance programs. As of February 26, 2011, there was approximately $7.9 million of outstanding letters of credit and approximately $64.5 million of outstanding unsecured standby letters of credit, primarily for certain insurance programs.

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4. FAIR VALUE MEASUREMENTS

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., "the exit price") in an orderly transaction between market participants at the measurement date. In determining fair value, the Company uses various valuation approaches, including quoted market prices and discounted cash flows. The hierarchy for inputs used in measuring fair value maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs that market participants would use in pricing the asset or liability developed based on market data obtained from independent sources. Unobservable inputs are inputs that reflect a company' s judgment concerning the assumptions that market participants would use in pricing the asset or liability developed based on the best information available under the circumstances. The fair value hierarchy is broken down into three levels based on the reliability of inputs as follows:

• Level 1 − Valuations based on quoted prices in active markets for identical instruments that the Company is able to access. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these products does not entail a significant degree of judgment.

• Level 2 − Valuations based on quoted prices in active markets for instruments that are similar, or quoted prices in markets that are not active for identical or similar instruments, and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets.

• Level 3 − Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

As of February 25, 2012, the Company' s financial assets utilizing Level 1 inputs include long term investment securities traded on active securities exchanges. The Company did not have any financial assets utilizing Level 2 inputs. Financial assets utilizing Level 3 inputs included short term and long term investments in auction rate securities consisting of preferred shares of closed end municipal bond funds (See "Investment Securities," Note 5).

To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the Company' s degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an asset or liability must be classified in its entirety based on the lowest level of input that is significant to the measurement of fair value.

Valuation techniques used by the Company must be consistent with at least one of the three possible approaches: the market approach, income approach and/or cost approach. The Company' s Level 1 valuations are based on the market approach and consist primarily of quoted prices for identical items on active securities exchanges. The Company' s Level 3 valuations of auction rate securities are based on the income approach, specifically, discounted cash flow analyses which utilize significant inputs based on the Company' s estimates and assumptions. Inputs include current coupon rates and expected maturity dates.

The following table presents the valuation of the Company' s financial assets as of February 25, 2012 measured at fair value on a recurring basis by input level:

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(in millions)	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Unobservable Inputs (Level 3)**	**Total**

Short term - available-for-sale securities:			
Auction rate securities	$ –	$ 6.5	$ 6.5
Long term - available-for-sale securities:			
Auction rate securities	–	73.7	73.7
Long term - trading securities:			
Nonqualified deferred compensation plan assets	22.1	–	22.1
Total	$ 22.1	$ 80.2	$ 102.3

The following table presents the changes in the Company' s financial assets that are measured at fair value on a recurring basis using significant unobservable inputs (Level 3):

(in millions)	Auction Rate Securities
Balance on February 26, 2011, net of temporary valuation adjustment	$ 109.7
Change in temporary valuation adjustment included in accumulated other comprehensive (loss) income	(0.5)
Redemptions at par	(29.0)
Balance on February 25, 2012, net of temporary valuation adjustment	$ 80.2

Subsequent to the end of fiscal 2011 through April 13, 2012, the Company additionally redeemed approximately $6.5 million of short term available-for-sale securities at par.

5. INVESTMENT SECURITIES

The Company' s investment securities as of February 25, 2012 and February 26, 2011 are as follows:

(in millions)	February 25, 2012	February 26, 2011
Available-for-sale securities:		
Short term	$ 6.5	$ 5.8
Long term	73.7	103.9
Trading securities:		
Long term	22.1	17.6
Held-to-maturity securities:		
Short term	749.9	599.8
Total investment securities	$ 852.2	$ 727.1

Auction Rate Securities

As of February 25, 2012 and February 26, 2011, the Company' s available-for-sale investment securities represented approximately $83.9 million and approximately $112.9 million par value of auction rate securities, respectively, less temporary valuation adjustments of approximately $3.7 million and $3.2 million, respectively. Since these valuation adjustments are deemed to be temporary, they are recorded in accumulated other comprehensive (loss) income, net of a related tax benefit, and did not affect the Company' s net earnings. These securities at par are invested in preferred shares of closed end municipal bond funds, which are required, pursuant to the Investment Company Act of 1940, to maintain minimum asset coverage ratios of 200%. All of these available-for-sale investments carried triple-A credit ratings from one or more of the major credit rating agencies as of February 25, 2012 and February 26, 2011, and none of them are mortgage-backed debt obligations. As of February 25, 2012 and February 26, 2011, the Company' s available-for-sale investments have been in a continuous unrealized loss position for 12 months or more, however, the Company believes that the unrealized losses are temporary and reflect the investments' current lack of liquidity. Due to their lack of liquidity, the Company classified approximately $73.7 million and $103.9 million of these investments as long term investment securities at February 25, 2012 and February 26, 2011, respectively. During fiscal 2011, approximately $29.0 million of these securities were redeemed at par.

Subsequent to the end of fiscal 2011 through April 13, 2012, the Company redeemed approximately $6.5 million of short term available-for-sale securities at par.

U.S. Treasury Securities

As of February 25, 2012 and February 26, 2011, the Company' s short term held-to-maturity securities included approximately $749.9 million and approximately $599.8 million, respectively, of U.S. Treasury Bills with remaining maturities of less than one year. These securities are stated at their amortized cost which approximates fair value.

Long Term Trading Investment Securities

The Company' s long term trading investment securities, which are provided as investment options to the participants of the nonqualified deferred compensation plan, are stated at fair market value. The values of these trading investment securities included in the table above are approximately $22.1 million and $17.6 million as of February 25, 2012 and February 26, 2011, respectively.

6. PROVISION FOR INCOME TAXES

The components of the provision for income taxes are as follows:

	FISCAL YEAR ENDED		
(in thousands)	**February 25, 2012**	**February 26, 2011**	**February 27, 2010**
Current:			
Federal	**$ 475,280**	$ 426,956	$ 346,875
State and local	**74,438**	90,689	61,080
	549,718	517,645	407,955
Deferred:			
Federal	**28,695**	(7,698)	(17,851)
State and local	**1,538**	(8,302)	(4,882)
	30,233	(16,000)	(22,733)
	$ 579,951	$ 501,645	$ 385,222

At February 25, 2012 and February 26, 2011, included in other current assets is a net current deferred income tax asset of $209.4 million and $189.1 million, respectively, and included in other assets is a net noncurrent deferred income tax asset of $43.7 million and $90.9 million, respectively. These amounts represent the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The significant components of the Company' s deferred tax assets and liabilities consist of the following:

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(in thousands)	February 25, 2012	February 26, 2011
Deferred tax assets:		
Inventories	**$ 33,058**	$ 26,151
Deferred rent and other rent credits	**78,292**	75,007
Insurance	**53,607**	51,906
Stock-based compensation	**37,633**	48,743
Merchandise credits and gift card liabilities	**12,376**	29,043
Accrued expenses	**80,012**	86,927
Other	**47,422**	33,616
Deferred tax liabilities:		
Depreciation	**(25,510)**	(18,991)
Goodwill	**(36,590)**	(31,213)
Other	**(27,228)**	(21,152)
	$ 253,072	$ 280,037

The Company has not established a valuation allowance for the net deferred tax asset as it is considered more likely than not that it is realizable through a combination of future taxable income and the deductibility of future net deferred tax liabilities.

The following table summarizes the activity related to the gross unrecognized tax benefits from uncertain tax positions:

(in thousands)	February 25, 2012	February 26, 2011
Balance at beginning of year	**$ 141,869**	$ 113,086
Increase related to current year positions	**23,286**	24,051
Increase related to prior year positions	**12,533**	16,677
Decrease related to prior year positions	**(33,191)**	(8,273)
Settlements	**(17,822)**	(1,576)
Lapse of statute of limitations	**(1,712)**	(2,096)
Balance at end of year	**$ 124,963**	$ 141,869

At February 25, 2012, the Company has recorded approximately $1.4 million and $123.6 million of gross unrecognized tax benefits in current and non-current taxes payable, respectively, on the consolidated balance sheet of which approximately $123.3 million would impact the Company' s effective tax rate. At February 26, 2011, the Company has recorded approximately $42.2 million and $99.7 million of gross unrecognized tax benefits in current and non-current taxes payable, respectively, on the consolidated balance sheet of which approximately $137.6 million would impact the Company' s effective tax rate. As of February 25, 2012 and February 26, 2011, the liability for gross unrecognized tax benefits included approximately $27.1 million and $30.2 million, respectively, of accrued interest. The Company recorded an increase of interest of approximately $2.3 million and $9.2 million for the years ended February 25, 2012 and February 26, 2011, respectively, for gross unrecognized tax benefits in the consolidated statement of earnings.

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The Company anticipates that any adjustments to gross unrecognized tax benefits which will impact income tax expense, due to the settlement of audits and the expiration of statutes of limitations, could be approximately $1.0 to $2.0 million in the next twelve months. However, actual results could differ from those currently anticipated.

As of February 25, 2012, the Company operated in 50 states, the District of Columbia, Puerto Rico and Canada and files income tax returns in the United States and various state, local and international jurisdictions. The Company is also open to examination for state and local jurisdictions with varying statutes of limitations, generally ranging from three to five years.

For fiscal 2011, the effective tax rate is comprised of the Federal statutory income tax rate of 35.00%, the State income tax rate, net of Federal benefit, of 2.90%, provision for uncertain tax positions of 0.23% and other income tax benefits of 1.13%. For fiscal 2010, the effective tax rate is comprised of the Federal statutory income tax rate of 35.00%, the State income tax rate, net of Federal benefit, of 2.77%, provision for uncertain tax positions of 1.86% and other income tax benefits of 0.83%. For fiscal 2009, the effective tax rate is comprised of the Federal statutory income tax rate of 35.00%, the State income tax rate, net of Federal benefit, of 3.29%, provision for uncertain tax positions of 1.96% and other income tax benefits of 1.15%.

7. TRANSACTIONS AND BALANCES WITH RELATED PARTIES

A. In fiscal 2002, the Company had an interest in certain life insurance policies on the lives of its Co-Chairmen and their spouses. The Company' s interest in these policies was equivalent to the net premiums paid by the Company. The agreements relating to the Company' s interest in the life insurance policies on the lives of its Co-Chairmen and their spouses were terminated in fiscal 2003. Upon termination in fiscal 2003, the Co-Chairmen paid to the Company $5.4 million, representing the total amount of premiums paid by the Company under the agreements and the Company was released from its contractual obligation to make substantial future premium payments. In order to confer a benefit to its Co-Chairmen in substitution for the aforementioned terminated agreements, the Company has agreed to pay to the Co-Chairmen, at a future date, an aggregate amount of $4.2 million, which is included in accrued expenses and other current liabilities as of February 25, 2012 and February 26, 2011.

B. In fiscal 2009, the Company leased office and retail space from entities controlled by management of CTS. In fiscal 2009, the Company leased retail space from entities controlled by management of buybuy BABY. The Company paid such entities occupancy costs of approximately $6.9 million in fiscal 2009.

8. LEASES

The Company leases retail stores, as well as warehouses, office facilities and equipment, under agreements expiring at various dates through 2041. Certain leases provide for contingent rents (which are based upon store sales exceeding stipulated amounts and are immaterial in fiscal 2011, 2010 and 2009), scheduled rent increases and renewal options. The Company is obligated under a majority of the leases to pay for taxes, insurance and common area maintenance charges.

As of February 25, 2012, future minimum lease payments under non-cancelable operating leases are as follows:

Fiscal Year	**Amount (in thousands)**

2012	$	466,029
2013		436,347
2014		390,718
2015		348,181
2016		302,869
Thereafter		1,094,253
Total future minimum lease payments	$	3,038,397

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Expenses for all operating leases were $456.2 million, $442.2 million and $423.3 million for fiscal 2011, 2010 and 2009, respectively.

9. EMPLOYEE BENEFIT PLANS

Defined Contribution Plans

The Company has three defined contribution savings plans covering all eligible employees of the Company ("the Plans"). During fiscal 2011, a 401(k) savings plan was merged into one of the Plans. Participants of the Plans may defer annual pre-tax compensation subject to statutory and Plan limitations. In addition, a certain percentage of an employee' s contributions are matched by the Company and vest over a specified period of time, subject to certain statutory and Plan limitations. The Company' s match was approximately $9.4 million, $8.6 million and $7.6 million for fiscal 2011, 2010 and 2009, respectively, which was expensed as incurred.

Nonqualified Deferred Compensation Plan

The Company has a nonqualified deferred compensation plan ("NQDC") for the benefit of employees defined by the Internal Revenue Service as highly compensated. Participants of the NQDC may defer annual pre-tax compensation subject to statutory and plan limitations. In addition, a certain percentage of an employee' s contributions may be matched by the Company and vest over a specified period of time, subject to certain plan limitations. The Company' s match was approximately $0.4 million for fiscal 2011, 2010 and 2009 which was expensed as incurred.

Changes in the fair value of the trading securities related to the NQDC and the corresponding change in the associated liability are included within interest income and selling, general and administrative expenses respectively, in the consolidated statements of earnings. Historically, these changes have resulted in no impact to the consolidated statements of earnings.

Defined Benefit Plan

The Company has a non-contributory defined benefit pension plan for the CTS employees, hired on or before July 31, 2003, who meet specified age and length-of-service requirements. The benefits are based on years of service and the employee' s compensation near retirement. The Company recognizes the overfunded or underfunded status of the pension plan as an asset or liability in its statement of financial position and recognizes changes in the funded status in the year in which the changes occur. For the years ended February 25, 2012, February 26, 2011 and February 27, 2010, the net periodic pension cost was not material to the Company' s results of operations. The Company has a $14.6 million and $7.5 million liability, which is included in deferred rent and other liabilities as of February 25, 2012 and February 26, 2011, respectively. In addition, as of February 25, 2012 and February 26, 2011, the Company recognized a loss of $3.9 million, net of taxes of $2.6 million, and a gain of $0.7 million, net of taxes of $0.4 million, respectively, within accumulated other comprehensive (loss) income.

10. COMMITMENTS AND CONTINGENCIES

The Company maintains employment agreements with its Co-Chairmen, which extend through June 2013. The agreements provide for a base salary (which may be increased by the Board of Directors), termination payments, postretirement benefits and other terms and conditions of employment. In addition, the Company maintains employment agreements with other executives which provide for severance pay and, in some instances, certain other supplemental retirement benefits.

The Company records an estimated liability related to its various claims and legal actions arising in the ordinary course of business when and to the extent that it concludes a liability is probable and the amount of the loss can be reasonably estimated. Such estimated loss is based on available information and advice from outside counsel, where appropriate. As additional information becomes available, the Company reassesses the potential liability related to claims and legal actions and revises its estimated liabilities, as

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appropriate. The Company expects the ultimate disposition of these matters will not have a material adverse effect on the Company' s consolidated financial position, results of operations or liquidity. The Company also cannot predict the nature and validity of claims which could be asserted in the future, and future claims could have a material impact on its earnings.

11. SUPPLEMENTAL CASH FLOW INFORMATION

The Company paid income taxes of $568.6 million, $487.4 million and $338.9 million in fiscal 2011, 2010 and 2009, respectively.

The Company recorded an accrual for capital expenditures of $28.8 million, $17.8 million and $21.7 million as of February 25, 2012, February 26, 2011 and February 27, 2010, respectively.

12. STOCK-BASED COMPENSATION

The Company measures all employee stock-based compensation awards using a fair value method and records such expense, net of estimated forfeitures, in its consolidated financial statements. Currently, the Company' s stock-based compensation relates to restricted stock awards and stock options. The Company' s restricted stock awards are considered nonvested share awards.

Stock-based compensation expense for the fiscal year ended February 25, 2012, February 26, 2011 and February 27, 2010 was approximately $45.2 million ($28.5 million after tax or $0.12 per diluted share), approximately $44.3 million ($27.1 million after tax or $0.10 per diluted share) and approximately $44.2 million ($26.9 million after tax or $0.10 per diluted share), respectively. In addition, the amount of stock-based compensation cost capitalized for the years ended February 25, 2012 and February 26, 2011 was approximately $1.3 and $1.2 million, respectively.

Incentive Compensation Plans

The Company currently grants awards under the Bed Bath & Beyond 2004 Incentive Compensation Plan (the "2004 Plan"). The 2004 Plan is a flexible compensation plan that enables the Company to offer incentive compensation through stock options, restricted stock awards, stock appreciation rights and performance awards, including cash awards. Under the 2004 Plan, grants are determined by the Compensation Committee for those awards granted to executive officers and by an appropriate committee for all other awards granted. Awards of stock options and restricted stock generally vest in five equal annual installments beginning one to three years from the date of grant.

Prior to fiscal 2004, the Company had adopted various stock option plans (the "Prior Plans"), all of which solely provided for the granting of stock options. Upon adoption of the 2004 Plan, the common stock available under the Prior Plans became available for issuance under the 2004 Plan. No further option grants may be made under the Prior Plans, although outstanding awards under the Prior Plans will continue to be in effect.

Under the 2004 Plan and the Prior Plans, an aggregate of 83.4 million shares of common stock were authorized for issuance. The Company generally issues new shares for stock option exercises and restricted stock awards. As of February 25, 2012, unrecognized compensation expense related to the unvested portion of the Company' s stock options and restricted stock awards was $21.7 million and $108.4 million, respectively, which is expected to be recognized over a weighted average period of 3.0 years and 3.8 years, respectively.

Stock Options

Stock option grants are issued at fair market value on the date of grant and generally become exercisable in either three or five equal annual installments beginning one year from the date of grant for options issued since May 10, 2010, and beginning one to three years from the date of grant for options issued prior to May 10, 2010. Option grants expire eight years after the date of grant for stock options issued since May 10, 2004, and expire ten years after the date of grant for stock options issued prior to May 10, 2004. All option grants are nonqualified.

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The fair value of the stock options granted was estimated on the date of the grant using a Black-Scholes option-pricing model that uses the assumptions noted in the following table.

	FISCAL YEAR ENDED		
Black-Scholes Valuation Assumptions (1)	**February 25, 2012**	**February 26, 2011**	**February 27, 2010**
Weighted Average Expected Life (in years) (2)	**6.2**	6.1	6.3
Weighted Average Expected Volatility (3)	**30.59%**	33.70%	40.39%
Weighted Average Risk Free Interest Rates (4)	**2.34%**	2.56%	2.45%
Expected Dividend Yield	–	–	–

(1) Forfeitures are estimated based on historical experience.
(2) The expected life of stock options is estimated based on historical experience.
(3) Expected volatility is based on the average of historical and implied volatility. The historical volatility is determined by observing actual prices of the Company' s stock over a period commensurate with the expected life of the awards. The implied volatility represents the implied volatility of the Company' s call options, which are actively traded on multiple exchanges, had remaining maturities in excess of twelve months, had market prices close to the exercise prices of the employee stock options and were measured on the stock option grant date.
(4) Based on the U.S. Treasury constant maturity interest rate whose term is consistent with the expected life of the stock options.

Changes in the Company' s stock options for the fiscal year ended February 25, 2012 were as follows:

(Shares in thousands)	**Number of Stock Options**	**Weighted Average Exercise Price**

Options outstanding, beginning of period	10,135	$ 37.08
Granted	519	56.19
Exercised	(4,645)	36.79
Forfeited or expired	(11)	36.80
Options outstanding, end of period	5,998	$ 38.96
Options exercisable, end of period	4,004	$ 37.84

The weighted average fair value for the stock options granted in fiscal 2011, 2010 and 2009 was $19.65, $17.05 and $12.33, respectively. The weighted average remaining contractual term and the aggregate intrinsic value for options outstanding as of February 25, 2012 was 3.3 years and $128.5 million, respectively. The weighted average remaining contractual term and the aggregate intrinsic value for options exercisable as of February 25, 2012 was 2.2 years and $90.1 million, respectively. The total intrinsic value for stock options exercised during fiscal 2011, 2010 and 2009 was $101.5 million, $50.5 million and $61.9 million, respectively.

Net cash proceeds from the exercise of stock options for fiscal 2011 were $171.1 million and the net associated income tax benefit was $5.2 million.

Restricted Stock

Restricted stock awards are issued and measured at fair market value on the date of grant and generally become exercisable in five equal annual installments beginning one to three years from the date of grant. Vesting of restricted stock awarded to certain of the Company' s executives is dependent on the Company' s achievement of a performance-based test for the fiscal year of grant, and

assuming achievement of the performance-based test, time vesting, subject, in general, to the executive remaining in the Company' s employ on specified vesting dates. The Company recognizes compensation expense related to these awards based on the assumption that the performance-based test will be achieved. Vesting of restricted stock awarded to the Company' s other employees is based solely on time vesting.

Changes in the Company' s restricted stock for the fiscal year ended February 25, 2012 were as follows:

(Shares in thousands)	**Number of Restricted Shares**	**Weighted Average Grant-Date Fair Value**
Unvested restricted stock, beginning of period	4,575	$ 35.58
Granted	901	56.03
Vested	(860)	35.90
Forfeited	(195)	38.83
Unvested restricted stock, end of period	4,421	$ 39.54

13. SUMMARY OF QUARTERLY RESULTS (UNAUDITED)

	FISCAL 2011 QUARTER ENDED				**FISCAL 2010 QUARTER ENDED**			
(in thousands, except per share data)	**May 28, 2011**	**August 27, 2011**	**November 26, 2011**	**February 25, 2012**	**May 29, 2010**	**August 28, 2010**	**November 27, 2010**	**February 26, 2011**

Net sales	$ 2,109,951	$ 2,314,064	$ 2,343,561	$ 2,732,314	$ 1,923,051	$ 2,136,730	$ 2,193,755	$ 2,504,967
Gross profit	857,572	950,999	958,693	1,163,669	775,036	874,918	896,508	1,076,467
Operating profit	288,948	371,636	357,020	550,765	225,394	296,902	305,110	461,052
Earnings before provision for income taxes	289,500	369,764	356,418	553,806	225,910	297,229	307,106	462,733
Provision for income taxes	108,922	140,392	127,874	202,763	88,357	115,474	118,532	179,282
Net earnings	$ 180,578	$ 229,372	$ 228,544	$ 351,043	$ 137,553	$ 181,755	$ 188,574	$ 283,451
EPS-Basic (1)	$ 0.74	$ 0.94	$ 0.96	$ 1.50	$ 0.53	$ 0.71	$ 0.75	$ 1.14
EPS-Diluted (1)	$ 0.72	$ 0.93	$ 0.95	$ 1.48	$ 0.52	$ 0.70	$ 0.74	$ 1.12

(1) Net earnings per share ("EPS") amounts for each quarter are required to be computed independently and may not equal the amount computed for the total year.

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors and Shareholders
Bed Bath & Beyond Inc.:

We have audited the accompanying consolidated balance sheets of Bed Bath & Beyond Inc. and subsidiaries as of February 25, 2012 and February 26, 2011, and the related consolidated statements of earnings, shareholders' equity, and cash flows for each of the fiscal years in the three-year period ended February 25, 2012. In connection with our audits of the consolidated financial statements, we have also audited the financial statement schedule. These consolidated financial statements and financial statement schedule are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements and financial statement schedule based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Bed Bath & Beyond Inc. and subsidiaries as of February 25, 2012 and February 26, 2011, and the results of their operations and their cash flows for each of the fiscal years in the three-year period ended February 25, 2012, in conformity with U.S. generally accepted accounting principles. Also in our opinion, the related financial statement schedule, when considered in relation to the basic consolidated financial statements taken as a whole, presents fairly, in all material respects, the information set forth therein.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the Company's internal control over financial reporting as of February 25, 2012, based on criteria established in Internal Control − Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), and our report dated April 24, 2012 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

/s/ KPMG LLP
Short Hills, New Jersey
April 24, 2012

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM ON INTERNAL CONTROL OVER FINANCIAL REPORTING

The Board of Directors and Shareholders
Bed Bath & Beyond Inc.:

We have audited Bed Bath & Beyond Inc. and subsidiaries (the Company) internal control over financial reporting as of February 25, 2012, based on criteria established in Internal Control − Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). The Company' s management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in Management' s Report on Internal Control Over Financial Reporting, appearing in Item 9A, Controls and Procedures. Our responsibility is to express an opinion on the Company' s internal control over financial reporting based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

A company' s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company' s internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company' s assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of February 25, 2012, based on criteria established in Internal Control − Integrated Framework issued by COSO.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated balance sheets of Bed Bath & Beyond Inc. and subsidiaries as of February 25, 2012 and February 26, 2011, and the related consolidated statements of earnings, shareholders' equity and cash flows and the related financial statement schedule for each of the fiscal years in the three-year period ended February 25, 2012, and our report dated April 24, 2012 expressed an unqualified opinion on those consolidated financial statements and the related financial statement schedule.

/s/ KPMG LLP

Short Hills, New Jersey
April 24, 2012

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ITEM 9 - CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

ITEM 9A - CONTROLS AND PROCEDURES

(a) Disclosure Controls and Procedures

Based on their evaluation as of February 25, 2012, our Principal Executive Officer and Principal Financial Officer have concluded that our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended) were effective to ensure that the information required to be disclosed by our management in the reports that it files or submits under the Securities Exchange Act of 1934 is (i) recorded, processed, summarized and reported within the time periods specified in the SEC' s rules and forms and (ii) accumulated and communicated to our management, including our Principal Executive Officer and Principal Financial Officer, to allow timely decisions regarding required disclosure.

(b) Management' s Report on Internal Control over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting (as defined in Rule 13a-15(f) under the Securities Exchange Act of 1934, as amended). Our management assessed the effectiveness of our internal control over financial reporting as of February 25, 2012. In making this assessment, our management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO") in Internal Control-Integrated Framework. Our management has concluded that, as of February 25, 2012, our internal control over financial reporting is effective based on these criteria.

(c) Attestation Report of the Independent Registered Public Accounting Firm

KPMG LLP issued an audit report on the effectiveness of our internal control over financial reporting, which is included herein.

(d) Changes in Internal Control over Financial Reporting

There were no changes in our internal controls over financial reporting during the quarter ended February 25, 2012 that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

Our management, including our Principal Executive Officer and Principal Financial Officer, does not expect that our disclosure controls and procedures or our internal controls will prevent all error and all fraud. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. A control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. The Company' s disclosure controls and procedures are designed to provide such reasonable assurance of achieving their objectives, and the Company' s Principal Executive Officer and Principal Financial Officer have concluded that the Company' s disclosure controls and procedures are effective at that reasonable assurance level.

ITEM 9B - OTHER INFORMATION

None.

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PART III

ITEM 10 − DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

(a) Directors of the Company

Information relative to Directors of the Company is set forth under the section captioned “Election of Directors” in the registrant’ s definitive Proxy Statement for the 2012 Annual Meeting of Shareholders (“the Proxy Statement”) and is incorporated herein by reference.

(b) Executive Officers of the Company

Information with respect to Executive Officers of the Company is set forth in Part I, Item 1.

(c) Information with respect to compliance with Section 16(a) of the Securities Exchange Act of 1934 is set forth under the section captioned “Section 16(a) Beneficial Ownership Reporting Compliance” in the Proxy Statement and is incorporated herein by reference.

(d) Information on our audit committee and the audit committee financial expert is set forth under the section captioned “Audit Committee” in the Proxy Statement and is incorporated herein by reference.

(e) The Company has adopted a code of ethics entitled “Policy Of Ethical Standards For Business Conduct” that applies to all of its employees, including Executive Officers, and the Board of Directors, the complete text of which is available through the Investor Relations section of the Company’ s website, www.bedbathandbeyond.com.

ITEM 11 − EXECUTIVE COMPENSATION

The information required by this item is set forth under the section captioned “Executive Compensation” in the Proxy Statement and is incorporated herein by reference.

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ITEM 12 − SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNE RS AND MANAGEMENT AND RELATED SHAREHOLDER MATTERS

The Equity Plan Compensation Information required by this item is included below; all other information required by this item is in the Proxy Statement and is incorporated herein by reference.

The following table provides certain information as of February 25, 2012 with respect to the Company’ s equity compensation plans:

Plan Category	Number of securities to be issued upon exercise of outstanding options, warrants and rights (a)	Weighted-average exercise price of outstanding options, warrants and rights (b)	Number of securities remaining available for future issuance under equity compensation plans (excluding securities reflected in column (a)) (c)
Equity compensation plans approved by shareholders (1)			
Stock Options	5,808,024	39.01	12,993,365
Equity compensation plans not approved by shareholders (2)			
Stock Options	190,199	37.53	
Total (3)	5,998,223	38.96	12,993,365

(1) These plans consist of the Company' s 1992, 1996, 1998 and 2000 Stock Option Plans and the 2004 Incentive Compensation Plan. Upon adoption of the 2004 Incentive Compensation Plan and pursuant to its terms, the common stock available under the Company' s 1992, 1996, 1998 and 2000 Stock Option Plans became available for issuance under the 2004 Incentive Compensation Plan.

(2) This plan consists of the Company' s 2001 Stock Option Plan. Upon adoption of the 2004 Incentive Compensation Plan and pursuant to its terms, the common stock available for issuance under the 2001 Stock Option Plan became available for issuance under the 2004 Incentive Compensation Plan and therefore has been approved by the shareholders.

(3) Any shares of common stock that are subject to awards of options or stock appreciation rights under the 2004 Incentive Compensation Plan shall be counted against the aggregate number of shares of common stock that may be issued as one share for every share issued. Any shares of common stock that are subject to awards other than options or stock appreciation rights, including restricted stock awards, shall be counted against this limit as 1.80 shares for every share granted.

ITEM 13 – CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE

The information required by this item is set forth under the sections captioned "Director Independence" and "Certain Relationships and Related Transactions" in the Proxy Statement and is incorporated herein by reference.

ITEM 14 – PRINCIPAL ACCOUNTING FEES AND SERVICES

The information required by this item is in the Proxy Statement and is incorporated herein by reference from the Proxy Statement.

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PART IV

ITEM 15 – EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

(a) (1) Consolidated Financial Statements of Bed Bath & Beyond Inc. and subsidiaries are incorporated under Item 8 of this Form 10-K.

(a) (2) Financial Statement Schedules

For the Fiscal Years Ended February 25, 2012, February 26, 2011, and February 27, 2010.

Schedule II − Valuation and Qualifying Accounts

(a) (3) Exhibits

The exhibits to this Report are listed in the Exhibit Index included elsewhere herein.

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BED BATH & BEYOND INC.

By: */s/ Steven H. Temares*
Steven H. Temares
Chief Executive Officer
April 24, 2012

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signature	Capacity	Date
/s/ Warren Eisenberg **Warren Eisenberg**	Co-Chairman and Director	April 24, 2012
/s/ Leonard Feinstein **Leonard Feinstein**	Co-Chairman and Director	April 24, 2012
/s/ Steven H. Temares **Steven H. Temares**	Chief Executive Officer and Director	April 24, 2012
/s/ Eugene A. Castagna **Eugene A. Castagna**	Chief Financial Officer and Treasurer (Principal Financial and Accounting Officer)	April 24, 2012
/s/ Dean S. Adler **Dean S. Adler**	Director	April 24, 2012
/s/ Stanley Barshay **Stanley Barshay**	Director	April 24, 2012

/s/ Klaus Eppler	Director	April 24, 2012
Klaus Eppler		
/s/ Patrick R. Gaston	Director	April 24, 2012
Patrick R. Gaston		
/s/ Jordan Heller	Director	April 24, 2012
Jordan Heller		
/s/ Victoria A. Morrison	Director	April 24, 2012
Victoria A. Morrison		

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Bed Bath & Beyond Inc. and Subsidiaries

Schedule II - Valuation and Qualifying Accounts
Fiscal Years Ended February 25, 2012, February 26, 2011, and February 27, 2010
(amounts in millions)

Column A	Column B	Column C	Column C	Column D	Column E
Description	**Balance at Beginning of Period**	**Additions Charged to Income**	**Additions Charged to Other Accounts**	**Adjustments and/or Deductions**	**Balance at End of Period**
Sales Returns and Allowance					
Year Ended:					
February 25, 2012	$ 32.4	$ 593.4	$ –	$ 588.2	$ 37.6
February 26, 2011	29.0	545.7	–	542.3	32.4
February 27, 2010	17.8	504.7	–	493.5	29.0

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EXHIBIT INDEX

Unless otherwise indicated, exhibits are incorporated by reference to the correspondingly numbered exhibits to the Company’ s Registration Statement on Form S-1 (Commission File No. 33-47250).

Exhibit No.	Exhibit
3.1	Restated Certificate of Incorporation

3.2	Certificate of Amendment to the Company' s Certificate of Incorporation (incorporated by reference to Exhibit 3 to the Company' s Quarterly Report on Form 10-Q/A for the quarter ended August 25, 1996)
3.3	Certificate of Amendment to the Company' s Certificate of Incorporation (incorporated by reference to Exhibit 3.1 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 30, 1997)
3.4	Certificate of Change of Bed Bath & Beyond Inc. under Section 805-A of the Business Corporation Law (incorporated by reference to Exhibit 3.2 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 30, 1997)
3.5	Certificate of Amendment of Certificate of Incorporation (incorporated by reference to Exhibit 3.6 to the Company' s Form 10-K for the year ended February 27, 1999)
3.6	Certificate of Amendment of Certificate of Incorporation of the Company (incorporated by reference to Exhibit 10.1 to the Company' s Quarterly Report on Form 10-Q for the quarter ended September 1, 2001)
3.7	Certificate of Amendment of Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Company' s Form 8-K dated July 1, 2009)
3.8	Amended By-Laws of Bed Bath & Beyond Inc. (as amended effective as of September 23, 2009) (incorporated by reference to Exhibit 3.1 to the Company' s Form 8-K dated September 29, 2009)
10.1*	Stock Option Agreement between the Company and Warren Eisenberg, dated as of August 26, 1997 (incorporated by reference to Exhibit 10.3 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 30, 1997)
10.2*	Stock Option Agreement between the Company and Leonard Feinstein, dated as of August 26, 1997 (incorporated by reference to Exhibit 10.4 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 30, 1997)
10.3*	Company' s 1992 Stock Option Plan, as amended through August 26, 1997 (incorporated by reference to Exhibit 10.5 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 30, 1997)
10.4*	Company' s 1996 Stock Option Plan, as amended through August 26, 1997 (incorporated by reference to Exhibit 10.6 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 30, 1997)
10.5*	Employment Agreement between the Company and Steven H. Temares (dated as of December 1, 1994) (incorporated by reference to Exhibit 10.16 to the Company' s Form 10-K for the year ended February 28, 1998)

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10.6*	Form of Employment Agreement between the Company and the Chief Merchandising Officer and Senior Vice President and Senior Vice President – Stores (dated as of December 1, 1994) (incorporated by reference to Exhibit 10.17 to the Company' s Form 10-K for the year ended February 28, 1998)
10.7*	Company' s 1998 Stock Option Plan (incorporated by reference to Exhibit 10 to the Company' s Quarterly Report on Form 10-Q for the quarter ended May 30, 1998)

10.8*	Stock Option Agreement between the Company and Warren Eisenberg, dated as of August 13, 1999 (incorporated by reference to Exhibit 10.1 to the Company' s Quarterly Report on Form 10-Q for the quarter ended November 27, 1999)
10.9*	Stock Option Agreement between the Company and Leonard Feinstein, dated as of August 13, 1999 (incorporated by reference to Exhibit 10.2 to the Company' s Quarterly Report on Form 10-Q for the quarter ended November 27, 1999)
10.10*	Form of Standard Stock Option Agreement (incorporated by reference to Exhibit 10.3 to the Company' s Quarterly Report on Form 10-Q for the quarter ended November 27, 1999)
10.11*	Company' s 2000 Stock Option Plan (incorporated by reference to Exhibit 10 to the Company' s Quarterly Report on Form 10-Q for the quarter ended May 27, 2000 which is incorporated by reference to Exhibit A to the Registrant' s Proxy Statement dated May 22, 2000)
10.12*	Form of Standard Stock Option Agreement (incorporated by reference to Exhibit 10.1 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 26, 2000)
10.13*	Company' s 2001 Stock Option Plan (incorporated by reference to Exhibit 10.29 to the Company' s Form 10-K for the year ended March 3, 2001)
10.14*	Form of Standard Stock Option Agreement (incorporated by reference to Exhibit 10.1 to the Company' s Quarterly Report on Form 10-Q for the quarter ended May 1, 2002)
10.15*	Form of Standard Stock Option Agreement (incorporated by reference to Exhibit 10.1 to the Company' s Quarterly Report on Form 10-Q for the quarter ended August 31, 2002)
10.16*	Agreement Terminating Agreements concerning "Split Dollar" Life Insurance Plan, dated May 9, 1994 and June 16, 1995, among the Company, Jay D. Waxenberg, as trustee of the Warren Eisenberg Life Insurance Trust, Warren Eisenberg and Maxine Eisenberg (incorporated by reference to Exhibit 10.1 to the Company' s Form 10-Q for the quarter ended November 29, 2003)
10.17*	Agreement Terminating Agreements concerning "Split Dollar" Life Insurance Plan, dated May 9, 1994 and June 16, 1995, among the Company, Jay D. Waxenberg, as trustee of the Leonard Joseph Feinstein Life Insurance Trust and Leonard Feinstein (incorporated by reference to Exhibit 10.2 to the Company' s Form 10-Q for the quarter ended November 29, 2003)
10.18*	Compensation Agreement concerning Substitute Benefit Payments upon Termination of "Split Dollar" Life Insurance Plan between the Company and Warren Eisenberg, dated as of February 27, 2004 (incorporated by reference to Exhibit 10.20 to the Company' s Form 10-K for the year ended February 28, 2004)

10.19*	Compensation Agreement concerning Substitute Benefit Payments upon Termination of "Split Dollar" Life Insurance Plan between the Company and Leonard Feinstein, dated as of February 27, 2004 (incorporated by reference to Exhibit 10.21 to the Company' s Form 10-K for the year ended February 28, 2004)

10.20*	Employment Agreement between the Company and Eugene A. Castagna (dated as of March 1, 2000) (incorporated by reference to Exhibit 10.22 to the Company' s Form 10-K for the year ended February 28, 2004)
10.21*	Company' s 2004 Incentive Compensation Plan (incorporated by reference to Exhibit B to the Registrant' s Proxy Statement dated May 28, 2004)
10.22*	Form of Standard Stock Option Agreement dated as of May 10, 2004 (incorporated by reference to Exhibit 10.1 to the Company' s Form 10-Q for the quarter ended May 29, 2004)
10.23*	Form of Stock Option Agreement under 2004 Incentive Compensation Plan (incorporated by reference to Exhibit 10.1 to the Company' s Form 10-Q for the quarter ended August 28, 2004)
10.24*	Form of Restricted Stock Agreement under 2004 Stock Incentive Plan (incorporated by reference to Exhibit 10.1 to the Company' s Form 10-Q for the quarter ended May 28, 2005)
10.25*	Performance-Based Form of Restricted Stock Agreement under 2004 Stock Incentive Plan (incorporated by reference to Exhibit 10.2 to the Company' s Form 10-Q for the quarter ended May 28, 2005)
10.26*	Form of Stock Option Agreement under 2004 Stock Option Plan (incorporated by reference to Exhibit 10.1 to the Company' s Form 10-Q for the quarter ended August 27, 2005)
10.27*	Company' s Nonqualified Deferred Compensation Plan (effective January 1, 2006) (incorporated by reference to Exhibit 10.1 to the Company' s Form 8-K dated January 5, 2006)
10.28*	Addendum to Stock Option Agreements for Warren Eisenberg, Leonard Feinstein and Steven H. Temares, dated as of December 27, 2006 (incorporated by reference to Exhibit 10.31 to the Company' s Form 10-K for the year ended March 3, 2007)
10.29*	Addendum to Stock Option Agreements for Eugene A. Castagna, Matthew Fiorilli and Arthur Stark dated December 28, 2006 (incorporated by reference to Exhibit 10.32 to the Company' s Form 10-K for the year ended March 3, 2007)
10.30*	Amended and Restated Employment Agreement between the Company and Warren Eisenberg, dated as of December 31, 2008 (incorporated by reference to Exhibit 10.1 to the Company' s Form 10-Q for the quarter ended November 29, 2008)
10.31*	Amended and Restated Employment Agreement between the Company and Leonard Feinstein, dated as of December 31, 2008 (incorporated by reference to Exhibit 10.2 to the Company' s Form 10-Q for the quarter ended November 29, 2008)

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10.32*	Bed Bath & Beyond Inc. Policy on Recovery of Incentive Compensation (incorporated by reference to Exhibit 10.1 to the Company' s Form 10-Q for the quarter ended May 30, 2009)

10.33*	Performance-Based Form of Restricted Stock Agreement under 2004 Stock Incentive Plan (incorporated by reference to Exhibit 10.2 to the Company’ s Form 10-Q for the quarter ended May 30, 2009)
10.34*	Form of Amendment to Employment Agreement of Steven H. Temares, Eugene A. Castagna, Matthew Fiorilli and Arthur Stark, dated May, 2007 in the case of Messrs. Temares, Fiorilli and Stark, and July, 2007 in the case of Mr. Castagna (incorporated by reference to Exhibit 10.1 to the Company’ s Form 10-Q for the quarter ended August 29, 2009)
10.35*	Amended and Restated Supplemental Executive Retirement Benefit Agreement between the Company and Steven H. Temares, dated November 16, 2009 (incorporated by reference to Exhibit 10.1 to the Company’ s Form 8-K dated November 19, 2009)
10.36*	Escrow Agreement with Respect to Supplemental Executive Retirement Benefit Agreement between the Company and Steven H. Temares, dated November 16, 2009 (incorporated by reference to Exhibit 10.2 to the Company’ s Form 8-K dated November 19, 2009)
10.37*	Amendment dated as of August 13, 2010 to Amended and Restated Employment Agreement between the Company and Warren Eisenberg, dated as of December 31, 2008 (incorporated by reference to Exhibit 10.1 to the Company’ s Form 10-Q for the quarter ended August 28, 2010)
10.38*	Amendment dated as of August 13, 2010 to Amended and Restated Employment Agreement between the Company and Leonard Feinstein, dated as of December 31, 2008 (incorporated by reference to Exhibit 10.2 to the Company’ s Form 10-Q for the quarter ended August 28, 2010)
21**	Subsidiaries of the Company Commission File No. 33-1
23**	Consent of Independent Registered Public Accounting Firm
31.1**	Certification of Principal Executive Officer Pursuant to Section 302 of the Sarbanes - Oxley Act of 2002
31.2**	Certification of Principal Financial Officer Pursuant to Section 302 of the Sarbanes - Oxley Act of 2002
32**	Certification of Principal Executive Officer and Principal Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes - Oxley Act of 2002
101.INS	XBRL Instance Document
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document

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101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

101.DEF	XBRL Taxonomy Extension Definition Linkbase Document

* This is a management contract or compensatory plan or arrangement.

** Filed herewith.

Exhibit 21

SUBSIDIARIES OF BED BATH & BEYOND INC.

The following are all of the subsidiaries of Bed Bath & Beyond Inc. other than: (i) 100% owned subsidiaries of Bed 'n Bath Stores Inc. holding no assets other than a single store lease and, in some cases, fully depreciated fixed assets; (ii) 100% owned subsidiaries of Harmon Stores, Inc. holding no assets other than a single store lease and, in some cases fully depreciated fixed assets; (iii) 100% owned subsidiaries of Buy Buy Baby, Inc. holding no assets other than a single store lease and, in some cases, fully depreciated fixed assets; and (iv) omitted subsidiaries which in the aggregate would not constitute a significant subsidiary.

Name	Jurisdiction
Bed Bath & Beyond Procurement Co. Inc.	New York
BBBY Management Corporation	New Jersey
Bed 'n Bath Stores Inc.	New Jersey
Bed Bath & Beyond of California Limited Liability Company	Delaware
Harmon Stores, Inc.	Delaware
Christmas Tree Shops, Inc.	Massachusetts
Buy Buy Baby, Inc.	Delaware
Bed Bath & Beyond Canada L.P.	Ontario, Canada

Exhibit 23

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors
Bed Bath & Beyond Inc.:

We consent to the incorporation by reference in the registration statements (No. 33-63902, 33-87602, 333-18011, 333-75883, 333-64494 and 333-126169) on Form S-8 of Bed Bath & Beyond Inc. of our reports dated April 24, 2012, with respect to the consolidated balance sheets of Bed Bath & Beyond Inc. and subsidiaries as of February 25, 2012 and February 26, 2011, and the related consolidated statements of earnings, shareholders' equity, and cash flows for each of the fiscal years in the three-year period ended February 25, 2012, and the related financial statement schedule, and the effectiveness of internal control over financial reporting as of February 25, 2012, which reports appear in the February 25, 2012 annual report on Form 10-K of Bed Bath & Beyond Inc. and subsidiaries.

/s/ KPMG LLP

Short Hills, New Jersey
April 24, 2012

Exhibit 31.1

CERTIFICATION

I, Steven H. Temares, certify that:

1. I have reviewed this annual report on Form 10-K of Bed Bath & Beyond Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant' s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

    a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

    b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

    c. Evaluated the effectiveness of the registrant' s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

    d. Disclosed in this report any change in the registrant' s internal control over financial reporting that occurred during the registrant' s most recent fiscal quarter (the registrant' s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant' s internal control over financial reporting; and

5. The registrant' s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant' s auditors and the audit committee of the registrant' s board of directors (or persons performing the equivalent functions):

    a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant' s ability to record, process, summarize and report financial information; and

    b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant' s internal control over financial reporting.

Date: April 24, 2012

/s/ Steven H. Temares

Steven H. Temares

Chief Executive Officer

Exhibit 31.2

CERTIFICATION

I, Eugene A. Castagna, certify that:

1. I have reviewed this annual report on Form 10-K of Bed Bath & Beyond Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant' s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

    a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

    b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

    c. Evaluated the effectiveness of the registrant' s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

    d. Disclosed in this report any change in the registrant' s internal control over financial reporting that occurred during the registrant' s most recent fiscal quarter (the registrant' s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant' s internal control over financial reporting; and

5. The registrant' s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant' s auditors and the audit committee of the registrant' s board of directors (or persons performing the equivalent functions):

    a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant' s ability to record, process, summarize and report financial information; and

    b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant' s internal control over financial reporting.

Date: April 24, 2012	*/s/ Eugene A. Castagna*
	Eugene A. Castagna Chief Financial Officer and Treasurer (Principal Financial and Accounting Officer)

Exhibit 32

CERTIFICATION

The undersigned, the Principal Executive Officer and Principal Financial Officer of Bed Bath & Beyond Inc. (the "Company"), hereby certify, to the best of their knowledge and belief, that the Form 10-K of the Company for the annual period ended February 25, 2012, (the "Periodic Report") accompanying this certification fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)) and that the information contained in the Periodic Report fairly presents, in all material respects, the financial condition and results of operations of the Company. The foregoing certification is provided solely for purposes of complying with the provisions of Section 906 of the Sarbanes − Oxley Act and is not intended to be used for any other purposes.

Date: April 24, 2012

/s/ Steven H. Temares

Steven H. Temares
Chief Executive Officer

/s/ Eugene A. Castagna

Eugene A. Castagna
Chief Financial Officer and Treasurer
(Principal Financial and Accounting Officer)

PROVISION FOR INCOME TAXES (Details 2) (USD $)	12 Months Ended		
	Feb. 25, 2012 state	Feb. 26, 2011	Feb. 27, 2010
Gross unrecognized tax benefits from uncertain tax positions			
Balance at beginning of year	$ 141,869,000	$ 113,086,000	
Increase related to current year positions	23,286,000	24,051,000	
Increase related to prior year positions	12,533,000	16,677,000	
Decrease related to prior year positions	(33,191,000)	(8,273,000)	
Settlements	(17,822,000)	(1,576,000)	
Lapse of statute of limitations	(1,712,000)	(2,096,000)	
Balance at end of year	124,963,000	141,869,000	113,086,000
Gross unrecognized tax benefits, current	1,400,000	42,200,000	
Gross unrecognized tax benefits, non-current	123,622,000	99,730,000	
Gross unrecognized tax benefits affecting the effective tax rate	123,300,000	137,600,000	
Liability for gross unrecognized tax benefits, accrued interest	27,100,000	30,200,000	
Gross unrecognized tax benefits, increase of interest on income taxes	2,300,000	9,200,000	
Minimum adjustment to gross unrecognized tax benefits due to the settlement of audits and the expiration of statutes of limitations	1,000,000		
Maximum adjustment to gross unrecognized tax benefits due to the settlement of audits and the expiration of statutes of limitations	$ 2,000,000		
Number of states in which entity operates	50		
Income Tax Examination			
Federal statutory income tax rate (as a percent)	35.00%	35.00%	35.00%
State income tax rate, net of federal benefit (as a percent)	2.90%	2.77%	3.29%
Provision for uncertain tax positions (as a percent)	0.23%	1.86%	1.96%
Other income tax benefits (as a percent)	1.13%	0.83%	1.15%
Minimum			
Income Tax Examination			
Number of years open for examination under state and local jurisdictions	3		
Maximum			
Income Tax Examination			
Number of years open for examination under state and local jurisdictions	5		

SUMMARY OF QUARTERLY RESULTS (UNAUDITED) (Details) (USD $) In Thousands, except Per Share data, unless otherwise specified	3 Months Ended								12 Months Ended		
	Feb. 25, 2012	Nov. 26, 2011	Aug. 27, 2011	May 28, 2011	Feb. 26, 2011	Nov. 27, 2010	Aug. 28, 2010	May 29, 2010	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
SUMMARY OF QUARTERLY RESULTS (UNAUDITED)											
Net sales	$ 2,732,314	$ 2,343,561	$ 2,314,064	$ 2,109,951	$ 2,504,967	$ 2,193,755	$ 2,136,730	$ 1,923,051	$ 9,499,890	$ 8,758,503	$ 7,828,793
Gross profit	1,163,669	958,693	950,999	857,572	1,076,467	896,508	874,918	775,036	3,930,933	3,622,929	3,208,119
Operating profit	550,765	357,020	371,636	288,948	461,052	305,110	296,902	225,394	1,568,369	1,288,458	980,687
Earnings before provision for income taxes	553,806	356,418	369,764	289,500	462,733	307,106	297,229	225,910	1,569,488	1,292,978	985,255
Provision for income taxes	202,763	127,874	140,392	108,922	179,282	118,532	115,474	88,357	579,951	501,645	385,222
Net earnings	$ 351,043	$ 228,544	$ 229,372	$ 180,578	$ 283,451	$ 188,574	$ 181,755	$ 137,553	$ 989,537	$ 791,333	$ 600,033
EPS-Basic (in dollars per share)	$ 1.50	$ 0.96	$ 0.94	$ 0.74	$ 1.14	$ 0.75	$ 0.71	$ 0.53	$ 4.12	$ 3.11	$ 2.33
EPS-Diluted (in dollars per share)	$ 1.48	$ 0.95	$ 0.93	$ 0.72	$ 1.12	$ 0.74	$ 0.70	$ 0.52	$ 4.06	$ 3.07	$ 2.30

LINES OF CREDIT (Details) (USD $) In Millions, unless otherwise specified	Feb. 25, 2012 loc	Feb. 26, 2011
Lines of credit and letters of credit disclosures		
Number of uncommitted lines of credit maintained	2	
Outstanding letters of credit	$ 8.5	$ 7.9
Unsecured standby letters of credit maintained	61.3	64.5
Uncommitted line of credit - expiration date of September 2, 2012		
Lines of credit and letters of credit disclosures		
Uncommitted line of credit maintained	100	
Uncommitted line of credit - expiration date of February 29, 2012		
Lines of credit and letters of credit disclosures		
Uncommitted line of credit maintained	$ 100	

PROVISION FOR INCOME TAXES (Tables)	12 Months Ended Feb. 25, 2012

PROVISION FOR INCOME TAXES

Schedule of the components of the provision for income taxes

(in thousands)	FISCAL YEAR ENDED February 25, 2012	February 26, 2011	February 27, 2010
Current:			
Federal	**$ 475,280**	$ 426,956	$ 346,875
State and local	**74,438**	90,689	61,080
	549,718	517,645	407,955
Deferred:			
Federal	**28,695**	(7,698)	(17,851)
State and local	**1,538**	(8,302)	(4,882)
	30,233	(16,000)	(22,733)
	$ 579,951	$ 501,645	$ 385,222

Schedule of the significant components of deferred tax assets and liabilities

(in thousands)	February 25, 2012	February 26, 2011
Deferred tax assets:		
Inventories	**$ 33,058**	$ 26,151
Deferred rent and other rent credits	**78,292**	75,007
Insurance	**53,607**	51,906
Stock-based compensation	**37,633**	48,743
Merchandise credits and gift card liabilities	**12,376**	29,043
Accrued expenses	**80,012**	86,927
Other	**47,422**	33,616
Deferred tax liabilities:		
Depreciation	**(25,510)**	(18,991)
Goodwill	**(36,590)**	(31,213)
Other	**(27,228)**	(21,152)
	$ 253,072	$ 280,037

Schedule of the activity related to the gross unrecognized tax benefits from uncertain tax positions

(in thousands)	February 25, 2012	February 26, 2011

Balance at beginning of year	**$ 141,869**	$ 113,086
Increase related to current year positions	**23,286**	24,051
Increase related to prior year positions	**12,533**	16,677
Decrease related to prior year positions	**(33,191)**	(8,273)
Settlements	**(17,822)**	(1,576)
Lapse of statute of limitations	**(1,712)**	(2,096)
Balance at end of year	**$ 124,963**	$ 141,869

EMPLOYEE BENEFIT PLANS (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012 plan	Feb. 26, 2011	Feb. 27, 2010
Defined contribution plans			
Number of defined contribution savings plans	3		
Defined contribution plans, employer's contribution	$ 9.4	$ 8.6	$ 7.6
Nonqualified deferred compensation plan			
Nonqualified deferred compensation plan, employer's match	0.4	0.4	0.4
Defined benefit plan			
Defined benefit pension plan, non-current liabilities	14.6	7.5	
Gains (losses) recognized in accumulated other comprehensive income, net of tax	(3.9)	0.7	
Gains (losses) recognized in accumulated other comprehensive income, tax expense (benefit)	$ (2.6)	$ 0.4	

INVESTMENT SECURITIES (Details 2) (USD $) In Millions, unless otherwise specified	2 Months Ended	12 Months Ended	
	Apr. 13, 2012	Feb. 25, 2012	Feb. 26, 2011
Investment securities disclosures			
Long term - available-for-sale securities: Auction rate securities		$ 73.7	$ 103.9
Short term: Held-to-maturity securities		749.9	599.8
Long term - trading securities: Nonqualified deferred compensation plan assets		22.1	17.6
Auction Rate Securities			
Investment securities disclosures			
Available-for-sale investment securities, at par value		83.9	112.9
Temporary valuation adjustment on available-for-sale investment securities		3.7	3.2
Minimum asset coverage ratio required (as a percent)		200.00%	200.00%
Long term - available-for-sale securities: Auction rate securities		73.7	103.9
Available-for-sale securities redeemed at par	6.5	29.0	
U. S. Treasury Securities			
Investment securities disclosures			
Short term: Held-to-maturity securities		749.9	599.8
Long Term Trading Investment Securities			
Investment securities disclosures			
Long term - trading securities: Nonqualified deferred compensation plan assets		$ 22.1	$ 17.6

Schedule II - Valuation and Qualifying Accounts (Details) (Sales Returns and Allowance, USD $) In Millions, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
Sales Returns and Allowance			
Valuation and qualifying account information related to sales returns and allowances			
Balance at Beginning of Period	$ 32.4	$ 29.0	$ 17.8
Additions Charged to Income	593.4	545.7	504.7
Adjustments and/or Deductions	588.2	542.3	493.5
Balance at End of Period	$ 37.6	$ 32.4	$ 29.0

LINES OF CREDIT	12 Months Ended Feb. 25, 2012
LINES OF CREDIT	
LINES OF CREDIT	**3. LINES OF CREDIT** At February 25, 2012, the Company maintained two uncommitted lines of credit of $100 million each, with expiration dates of February 29, 2012 and September 2, 2012, respectively. Subsequent to the end of fiscal 2011, the expiration date on the line of credit that would have otherwise expired on February 29, 2012 was extended to February 28, 2013. These uncommitted lines of credit are currently and are expected to be used for letters of credit in the ordinary course of business. During fiscal 2011 and 2010, the Company did not have any direct borrowings under the uncommitted lines of credit. As of February 25, 2012, there was approximately $8.5 million of outstanding letters of credit. Although no assurances can be provided, the Company intends to renew both uncommitted lines of credit before the respective expiration dates. In addition, as of February 25, 2012, the Company maintained unsecured standby letters of credit of $61.3 million, primarily for certain insurance programs. As of February 26, 2011, there was approximately $7.9 million of outstanding letters of credit and approximately $64.5 million of outstanding unsecured standby letters of credit, primarily for certain insurance programs.

SUPPLEMENTAL CASH FLOW INFORMATION (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
SUPPLEMENTAL CASH FLOW INFORMATION			
Income taxes paid	$ 568.6	$ 487.4	$ 338.9
Accrual for capital expenditures	$ 28.8	$ 17.8	$ 21.7

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012 W D M Y store	Feb. 26, 2011 W	Feb. 27, 2010 W
Nature of Operations			
Number of stores operated in the Mexico City market under the name "Home and More" as part of a joint venture	2		
Fiscal Year			
Number of weeks in fiscal year	52	52	52
Cash and Cash Equivalents			
Cash and cash equivalents, maximum original maturity period (in months)	3		
Number of business days for settlement of credit and debit card receivables	5		
Credit and debit card receivables from banks	$ 67.1	$ 61.9	
Investment Securities			
U. S. Treasury Bills, maximum remaining maturity period (in years)	1		
Interest rate reset period of auction rate securities, period one (in days)	7		
Interest rate reset period of auction rate securities, period two (in days)	28		
Interest rate reset period of auction rate securities, period three (in days)	35		
Minimum			
Fiscal Year			
Number of weeks in fiscal year	52		
Maximum			
Fiscal Year			
Number of weeks in fiscal year	53		

SUMMARY OF QUARTERLY RESULTS (UNAUDITED) (Tables)

	12 Months Ended
	Feb. 25, 2012

SUMMARY OF QUARTERLY RESULTS (UNAUDITED)

Summary of quarterly results (unaudited)

	FISCAL 2011 QUARTER ENDED				FISCAL 2010 QUARTER ENDED			
(in thousands, except per share data)	May 28, 2011	August 27, 2011	November 26, 2011	February 25, 2012	May 29, 2010	August 28, 2010	November 27, 2010	February 26, 2011
Net sales	$ 2,109,951	$ 2,314,064	$ 2,343,561	$ 2,732,314	$ 1,923,051	$ 2,136,730	$ 2,193,755	$ 2,504,967
Gross profit	857,572	950,999	958,693	1,163,669	775,036	874,918	896,508	1,076,467
Operating profit	288,948	371,636	357,020	550,765	225,394	296,902	305,110	461,052
Earnings before provision for income taxes	289,500	369,764	356,418	553,806	225,910	297,229	307,106	462,733
Provision for income taxes	108,922	140,392	127,874	202,763	88,357	115,474	118,532	179,282
Net earnings	$ 180,578	$ 229,372	$ 228,544	$ 351,043	$ 137,553	$ 181,755	$ 188,574	$ 283,451
EPS-Basic (1)	$ 0.74	$ 0.94	$ 0.96	$ 1.50	$ 0.53	$ 0.71	$ 0.75	$ 1.14
EPS-Diluted (1)	$ 0.72	$ 0.93	$ 0.95	$ 1.48	$ 0.52	$ 0.70	$ 0.74	$ 1.12

(1) Net earnings per share ("EPS") amounts for each quarter are required to be computed independently and may not equal the amount computed for the total year.

STOCK-BASED COMPENSATION (Details) (USD $) In Millions, except Per Share data, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
STOCK-BASED COMPENSATION			
Common stock authorized for issuance (in shares)	83.4		
Stock-based compensation expense (pre-tax)	$ 45.2	$ 44.3	$ 44.2
Stock-based compensation expense (after tax)	28.5	27.1	26.9
Stock-based compensation expense per diluted share (in dollars per share)	$ 0.12	$ 0.10	$ 0.10
Stock-based compensation cost capitalized	1.3	1.2	
Share Based Compensation Arrangement by Share Based Payment Award			
Vesting period for awards (in years)	5 years		
Service period prior to vesting period, minimum	1 year		
Service period prior to vesting period, maximum	3 years		
Stock Options			
Share Based Compensation Arrangement by Share Based Payment Award			
Vesting period for awards, minimum (in years)	3		
Vesting period for awards, maximum (in years)	5		
Unrecognized compensation expense related to the unvested portion of the Company's stock options or restricted stock awards	21.7		
Weighted average period for recognition of the unrecognized compensation expense related to the unvested portion of stock options or restricted stock awards (in years)	3.0		
Share Based Compensation Arrangement by Share Based Payment Award Fair Value Assumptions and Methodology			
Weighted Average Expected Life (in years)	6.2	6.1	6.3
Weighted Average Expected Volatility (as a percent)	30.59%	33.70%	40.39%
Weighted Average Risk Free Interest Rates (as a percent)	2.34%	2.56%	2.45%
Expected Dividend Yield (as a percent)	0.00%	0.00%	0.00%
Stock Options Issued Since May 10, 2010			
Share Based Compensation Arrangement by Share Based Payment Award			
Service period prior to vesting period	1 year		
Stock Options Issued Prior to May 10, 2010			
Share Based Compensation Arrangement by Share Based Payment Award			
Service period prior to vesting period, minimum	1 year		
Service period prior to vesting period, maximum	3 years		
Stock Options Issued Since May 10, 2004			
Share Based Compensation Arrangement by Share Based Payment Award			
Expiration term of stock options (in years)	8 years		
Stock Options Issued Prior to May 10, 2004			
Share Based Compensation Arrangement by Share Based Payment Award			
Expiration term of stock options (in years)	10 years		

Restricted Stock

Share Based Compensation Arrangement by Share Based Payment Award	
Vesting period for awards (in years)	5 years
Service period prior to vesting period, minimum	1 year
Service period prior to vesting period, maximum	3 years
Unrecognized compensation expense related to the unvested portion of the Company's stock options or restricted stock awards	$ 108.4
Weighted average period for recognition of the unrecognized compensation expense related to the unvested portion of stock options or restricted stock awards (in years)	3.8

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS (Details 2) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
Property and equipment			
Maintenance and repairs cost	$ 85.8	$ 90.2	$ 86.2
Buildings			
Property and equipment			
Estimated useful life (in years)	40		
Furniture, fixtures and equipment			
Property and equipment			
Estimated useful life, low end of the range (in years)	5		
Estimated useful life, high end of the range (in years)	20		
Computer equipment and software			
Property and equipment			
Estimated useful life, low end of the range (in years)	3		
Estimated useful life, high end of the range (in years)	7		

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS (Details 3) (USD $)	12 Months Ended		
	Feb. 25, 2012 segment	Feb. 26, 2011	Feb. 27, 2010
Goodwill and Other Indefinite Lived Intangible Assets			
Goodwill	$ 198,700,000	$ 198,700,000	
Indefinite lived tradenames	30,900,000	30,900,000	
Deferred Rent			
Deferred Rent	77,900,000	78,300,000	
Unamortized portion of tenant allowances	120,100,000	111,900,000	
Treasury Stock			
Repurchase of common stock - authorized	4,950,000,000		
Repurchase of common stock (in shares)	21,505,000	15,901,000	2,678,000
Repurchase of common stock - cost	1,217,956,000	687,605,000	94,857,000
Remaining authorized share repurchases	919,000,000		
Vendor Allowances			
Direct cooperative advertising allowances	19,500,000	17,600,000	14,500,000
Advertising Costs			
Net advertising costs	$ 192,500,000	$ 198,300,000	$ 230,600,000
Income Taxes			
Minimum likelihood of tax benefits realization upon settlement (as a percent)	50.00%		
Earnings per Share			
Stock-based awards excluded from the computation of diluted earnings per share (in shares)	900,000	1,500,000	9,800,000
Segments			
Number of operating segments	1		
Minimum			
Advertising Costs			
Direct response advertising expenses recognized over expected sales period (in weeks)	4		
Maximum			
Advertising Costs			
Direct response advertising expenses recognized over expected sales period (in weeks)	6		

PROPERTY AND EQUIPMENT	12 Months Ended Feb. 25, 2012
PROPERTY AND EQUIPMENT	
PROPERTY AND EQUIPMENT	**2. PROPERTY AND EQUIPMENT**

Property and equipment consist of the following:

(in thousands)	February 25, 2012	February 26, 2011
Land and buildings	**$ 316,953**	$ 234,027
Furniture, fixtures and equipment	**960,565**	892,682
Leasehold improvements	**1,024,954**	959,427
Computer equipment and software	**504,641**	452,235
	2,807,113	2,538,371
Less: Accumulated depreciation and amortization	**(1,608,858)**	(1,422,074)
	$1,198,255	$1,116,297

PROPERTY AND EQUIPMENT (Details) (USD $) In Thousands, unless otherwise specified	Feb. 25, 2012	Feb. 26, 2011
Property and equipment		
Property and equipment, gross	$ 2,807,113	$ 2,538,371
Less: Accumulated depreciation and amortization	(1,608,858)	(1,422,074)
Property and equipment, net	1,198,255	1,116,297
Land and buildings		
Property and equipment		
Property and equipment, gross	316,953	234,027
Furniture, fixtures and equipment		
Property and equipment		
Property and equipment, gross	960,565	892,682
Leasehold improvements		
Property and equipment		
Property and equipment, gross	1,024,954	959,427
Computer equipment and software		
Property and equipment		
Property and equipment, gross	$ 504,641	$ 452,235

TRANSACTIONS AND BALANCES WITH RELATED PARTIES (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended			12 Months Ended
	Feb. 28, 2004 Co-Chairmen	Feb. 25, 2012 Co-Chairmen	Feb. 26, 2011 Co-Chairmen	Feb. 27, 2010 Entities controlled by management of CTS and buybuy BABY
Related party transaction				
Proceeds received on termination of life insurance policy agreement	$ 5.4			
Benefits payable in substitution for the terminated life insurance policy agreements		4.2	4.2	
Occupancy costs paid to a related party				$ 6.9

Consolidated Balance Sheets (USD $) In Thousands, unless otherwise specified	Feb. 25, 2012	Feb. 26, 2011
Current assets:		
Cash and cash equivalents	$ 1,003,166	$ 1,183,587
Short term investment securities	756,389	605,608
Merchandise inventories	2,071,890	1,968,907
Other current assets	311,494	315,736
Total current assets	4,142,939	4,073,838
Long term investment securities	95,785	121,446
Property and equipment, net	1,198,255	1,116,297
Other assets	287,567	334,612
Total assets	5,724,546	5,646,193
Current liabilities:		
Accounts payable	752,064	709,550
Accrued expenses and other current liabilities	329,174	306,847
Merchandise credit and gift card liabilities	209,646	193,061
Current income taxes payable	48,246	112,982
Total current liabilities	1,339,130	1,322,440
Deferred rent and other liabilities	339,266	292,364
Income taxes payable	123,622	99,730
Total liabilities	1,802,018	1,714,534
Commitments and contingencies		
Shareholders' equity:		
Preferred stock - $0.01 par value; authorized - 1,000 shares; no shares issued or outstanding		
Common stock - $0.01 par value; authorized - 900,000 shares; issued 330,576 and 325,222 shares, respectively; outstanding 235,515 and 251,666 shares, respectively	3,306	3,253
Additional paid-in capital	1,417,337	1,191,123
Retained earnings	6,535,824	5,546,287
Treasury stock, at cost	(4,032,060)	(2,814,104)
Accumulated other comprehensive (loss) income	(1,879)	5,100
Total shareholders' equity	3,922,528	3,931,659
Total liabilities and shareholders' equity	$ 5,724,546	$ 5,646,193

STOCK-BASED COMPENSATION (Details 2) (USD $) Share data in Thousands, except Per Share data, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
Additional Disclosures			
Net cash proceeds from the exercise of stock options (in dollars)	$ 171,088,000	$ 125,700,000	$ 99,727,000
Stock Options			
Number of Stock Options			
Options outstanding, beginning of period (in shares)	10,135		
Granted (in shares)	519		
Exercised (in shares)	(4,645)		
Forfeited or expired (in shares)	(11)		
Options outstanding, end of period (in shares)	5,998	10,135	
Options exercisable, end of period (in shares)	4,004		
Stock Options, Weighted Average Exercise Price			
Options outstanding, beginning of period (in dollars per share)	$ 37.08		
Granted (in dollars per share)	$ 56.19		
Exercised (in dollars per share)	$ 36.79		
Forfeited or expired (in dollars per share)	$ 36.80		
Options outstanding, end of period (in dollars per share)	$ 38.96	$ 37.08	
Options exercisable, end of period (in dollars per share)	$ 37.84		
Additional Disclosures			
Weighted average fair value of stock options granted (in dollars per share)	$ 19.65	$ 17.05	$ 12.33
Weighted average remaining contractual term for stock options outstanding (in years)	3.3		
Aggregate intrinsic value for stock options outstanding (in dollars)	128,500,000		
Weighted average remaining contractual term for options exercisable (in years)	2.2		
Aggregate intrinsic value for options exercisable (in dollars)	90,100,000		
Total intrinsic value for stock options exercised (in dollars)	101,500,000	50,500,000	61,900,000
Net cash proceeds from the exercise of stock options (in dollars)	171,100,000		
Net associated income tax benefit from the exercise of stock options (in dollars)	$ 5,200,000		
Restricted Stock			
Number of Restricted Shares			
Unvested restricted stock, beginning of period (in shares)	4,575		
Granted (in shares)	901		
Vested (in shares)	(860)		
Forfeited (in shares)	(195)		
Unvested restricted stock, end of period (in shares)	4,421		
Restricted Shares, Weighted Average Grant Date Fair Value			

Unvested restricted stock, beginning of period (in dollars per share)	$ 35.58
Granted (in dollars per share)	$ 56.03
Vested (in dollars per share)	$ 35.90
Forfeited (in dollars per share)	$ 38.83
Unvested restricted stock, end of period (in dollars per share)	$ 39.54

Consolidated Statements of Cash Flows (USD $) In Thousands, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
Cash Flows from Operating Activities:			
Net earnings	$ 989,537	$ 791,333	$ 600,033
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Depreciation	183,873	183,820	184,232
Stock-based compensation	45,223	44,276	44,235
Tax benefit from stock-based compensation	63	(3,453)	(5,986)
Deferred income taxes	30,238	(15,988)	(22,811)
Other	(1,622)	(1,757)	(405)
(Increase) decrease in assets:			
Merchandise inventories	(102,983)	(209,204)	(117,364)
Trading investment securities	(4,538)	(5,469)	(5,610)
Other current assets	24,948	(17,736)	(4,397)
Other assets	900	(2,899)	526
Increase (decrease) in liabilities:			
Accounts payable	31,582	102,307	96,279
Accrued expenses and other current liabilities	19,822	29,809	37,905
Merchandise credit and gift card liabilities	16,585	20,257	7,183
Income taxes payable	(37,392)	25,456	70,487
Deferred rent and other liabilities	29,048	46,655	21,100
Net cash provided by operating activities	1,225,284	987,407	905,407
Cash Flows from Investing Activities:			
Purchase of held-to-maturity investment securities	(1,605,851)	(1,511,555)	(403,582)
Redemption of held-to-maturity investment securities	1,456,250	1,286,270	30,025
Redemption of available-for-sale investment securities	28,975	24,975	38,545
Redemption of trading investment securities		42,825	
Capital expenditures	(243,374)	(183,474)	(153,680)
Net cash used in investing activities	(364,000)	(340,959)	(488,692)
Cash Flows from Financing Activities:			
Proceeds from exercise of stock options	171,088	125,700	99,727
Excess tax benefit from stock-based compensation	5,163	2,944	6,306
Repurchase of common stock, including fees	(1,217,956)	(687,605)	(94,857)
Net cash (used in) provided by financing activities	(1,041,705)	(558,961)	11,176
Net (decrease) increase in cash and cash equivalents	(180,421)	87,487	427,891
Cash and cash equivalents:			
Beginning of period	1,183,587	1,096,100	668,209
End of period	$ 1,003,166	$ 1,183,587	$ 1,096,100

FAIR VALUE MEASUREMENTS (Details 2) (Auction Rate Securities, USD $) In Millions, unless otherwise specified	2 Months Ended Apr. 13, 2012	12 Months Ended Feb. 25, 2012
Auction Rate Securities		
Total Changes in the Company's financial assets that are measured at fair value on a recurring basis using significant unobservable inputs (Level 3):		
Balance at beginning of period, net of temporary valuation adjustment		$ 109.7
Change in temporary valuation adjustment included in accumulated other comprehensive (loss) income		(0.5)
Redemptions at par		(29.0)
Balance at end of period, net of temporary valuation adjustment		80.2
Redemption of short term available-for-sale investment securities at par subsequent to end of reporting period	$ 6.5	

PROPERTY AND EQUIPMENT (Tables)	12 Months Ended Feb. 25, 2012

PROPERTY AND EQUIPMENT

Schedule of property and equipment

(in thousands)	February 25, 2012	February 26, 2011
Land and buildings	**$ 316,953**	$ 234,027
Furniture, fixtures and equipment	**960,565**	892,682
Leasehold improvements	**1,024,954**	959,427
Computer equipment and software	**504,641**	452,235
	2,807,113	2,538,371
Less: Accumulated depreciation and amortization	**(1,608,858)**	(1,422,074)
	$1,198,255	$1,116,297

INVESTMENT SECURITIES (Details) (USD $) In Millions, unless otherwise specified	Feb. 25, 2012	Feb. 26, 2011
Available-for-sale securities:		
Short term	$ 6.5	$ 5.8
Long term	73.7	103.9
Trading securities:		
Long term	22.1	17.6
Held-to-maturity securities:		
Short term	749.9	599.8
Total investment securities	$ 852.2	$ 727.1

INVESTMENT SECURITIES (Tables)	12 Months Ended Feb. 25, 2012

INVESTMENT SECURITIES

Schedule of investment securities

(in millions)	February 25, 2012	February 26, 2011
Available-for-sale securities:		
Short term	$ 6.5	$ 5.8
Long term	73.7	103.9
Trading securities:		
Long term	22.1	17.6
Held-to-maturity securities:		
Short term	749.9	599.8
Total investment securities	$ 852.2	$ 727.1

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS	12 Months Ended Feb. 25, 2012

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS

A. Nature of Operations

Bed Bath & Beyond Inc. and subsidiaries (the "Company") is a chain of retail stores, operating under the names Bed Bath & Beyond ("BBB"), Christmas Tree Shops ("CTS"), Harmon and Harmon Face Values ("Harmon") and buybuy BABY. In addition, the Company is a partner in a joint venture which operates two stores in the Mexico City market under the name "Home & More." The Company sells a wide assortment of domestics merchandise and home furnishings. Domestics merchandise includes categories such as bed linens and related items, bath items and kitchen textiles. Home furnishings include categories such as kitchen and tabletop items, fine tabletop, basic housewares, general home furnishings, consumables and certain juvenile products. As the Company operates in the retail industry, its results of operations are affected by general economic conditions and consumer spending habits.

B. Fiscal Year

The Company's fiscal year is comprised of the 52 or 53 week period ending on the Saturday nearest February 28. Accordingly, fiscal 2011, 2010 and 2009 represented 52 weeks and ended on February 25, 2012, February 26, 2011 and February 27, 2010, respectively.

C. Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its subsidiaries, all of which are wholly owned.

All significant intercompany balances and transactions have been eliminated in consolidation.

D. Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. generally accepted accounting principles requires the Company to establish accounting policies and to make estimates and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience and on other assumptions that it believes to be relevant under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. In particular, judgment is used in areas such as inventory valuation, impairment of long-lived assets, impairment of auction rate securities, goodwill and other indefinite lived intangible assets, accruals for self insurance, litigation, store opening, expansion, relocation and closing costs, the provision for sales returns, vendor allowances, stock-based compensation and income and certain other taxes. Actual results could differ from these estimates.

E. Cash and Cash Equivalents

The Company considers all highly liquid instruments purchased with original maturities of three months or less to be cash equivalents. Included in cash and cash equivalents are credit and debit card receivables from banks, which typically settle within 5 business days, of $67.1 million and $61.9 million as of February 25, 2012 and February 26, 2011, respectively.

F. Investment Securities

Investment securities consist primarily of U.S. Treasury Bills with remaining maturities of less than one year and auction rate securities, which are securities with interest rates that reset periodically through an auction process. The U.S. Treasury Bills are classified as short term held-to-maturity securities and are stated at their amortized cost which approximates fair value. Auction rate securities are classified as available-for-sale and are stated at fair value, which had historically been consistent with cost or par value due to interest rates which reset periodically, typically every 7, 28 or 35 days. As a result, there generally were no cumulative gross unrealized holding gains or losses relating to these auction rate securities. However, beginning in mid-February 2008 due to market conditions, the auction process for the Company's auction rate securities failed and continues to fail. These failed auctions result in a lack of liquidity in the securities, and affect their estimated fair values at February 25, 2012 and February 26, 2011, but do not affect the underlying collateral of the securities. (See "Fair Value Measurements," Note 4 and "Investment Securities," Note 5). All income from these investments is recorded as interest income.

Those investment securities which the Company has the ability and intent to hold until maturity are classified as held-to-maturity investments and are stated at amortized cost. Those investment securities which are bought and held principally for the purpose of selling them in the near term are classified as trading securities and are stated at fair market value.

Premiums are amortized and discounts are accreted over the life of the security as adjustments to interest income using the effective interest method. Dividend and interest income are recognized when earned.

G. Inventory Valuation

Merchandise inventories are stated at the lower of cost or market. Inventory costs for BBB, buybuy BABY and Harmon are calculated using the weighted average retail inventory method and inventory costs for CTS are calculated using the first in first out cost method.

Under the retail inventory method, the valuation of inventories at cost and the resulting gross margins are calculated by applying a cost-to-retail ratio to the retail values of inventories. The cost associated with determining the cost-to-retail ratio includes: merchandise purchases, net of returns to vendors, discounts and volume and incentive rebates; inbound freight expenses; duty, insurance and commissions.

At any one time, inventories include items that have been written down to the Company's best estimate of their realizable value. Judgment is required in estimating realizable value and factors considered are the age of merchandise and anticipated demand. Actual realizable value could differ materially from this estimate based upon future customer demand or economic conditions.

The Company estimates its reserve for shrinkage throughout the year based on historical shrinkage and any current trends, if applicable. Actual shrinkage is recorded at year end based upon the results of the Company's physical inventory counts for locations at which counts were conducted. For locations where physical inventory counts were not conducted in the fiscal year, an estimated shrink reserve is recorded based on historical shrinkage and any current trends, if applicable. Historically, the Company's shrinkage has not been volatile.

The Company accrues for merchandise in transit once it takes legal ownership and title to the merchandise; as such, an estimate for merchandise in transit is included in the Company's merchandise inventories.

H. Property and Equipment

Property and equipment are stated at cost. Depreciation is computed primarily using the straight-line method over the estimated useful lives of the assets (forty years for buildings; five to twenty years for furniture, fixtures and equipment; and three to seven years for computer equipment and software). Leasehold improvements are amortized using the straight-line method over the lesser of their estimated useful life or the life of the lease. Depreciation expense is primarily included within selling, general and administrative expenses.

The cost of maintenance and repairs is charged to earnings as incurred; significant renewals and betterments are capitalized. Maintenance and repairs amounted to $85.8 million, $90.2 million and $86.2 million for fiscal 2011, 2010 and 2009, respectively.

I. Impairment of Long-Lived Assets

The Company reviews long-lived assets for impairment when events or changes in circumstances indicate the carrying value of these assets may exceed their current fair values. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to the estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized for the amount by which the carrying amount of the asset exceeds the fair value of the assets. Assets to be disposed of would be separately presented in the balance sheet and reported at the lower of the carrying amount or fair value less costs to sell, and are no longer depreciated. The assets and liabilities of a disposal group classified as held for sale would be presented separately in the appropriate asset and liability sections of the balance sheet. The Company has not historically recorded any material impairment to its long-lived assets. In the future, if events or market conditions affect the estimated fair value to the extent that a long-lived asset is impaired, the Company will adjust the carrying value of these long-lived assets in the period in which the impairment occurs.

J. Goodwill and Other Indefinite Lived Intangible Assets

The Company reviews goodwill and other intangibles that have indefinite lives for impairment annually or when events or changes in circumstances indicate the carrying value of these assets might exceed their current fair values. Impairment testing is based upon the best information available, including estimates of fair value which incorporate assumptions marketplace participants would use in making their estimates of fair value. The Company has not historically recorded an impairment to its goodwill and other indefinite lived intangible assets. The Company completed its annual impairment testing of goodwill and other indefinite lived intangible assets and determined that, as of February 25, 2012, no impairment existed because the fair value of these assets substantially exceeded their carrying values. In the future, if events or market conditions affect the estimated fair value to the extent that an asset is impaired, the Company will adjust the carrying value of these assets in the period in which the impairment occurs.

Included within other assets in the accompanying consolidated balance sheets as of February 25, 2012 and February 26, 2011, respectively, is $198.7 million for goodwill and $30.9 million for indefinite lived tradenames.

K. Self Insurance

The Company utilizes a combination of insurance and self insurance for a number of risks including workers' compensation, general liability, automobile liability and employee related health care benefits (a portion of which is paid by its employees). Liabilities associated with the risks that the Company retains are estimated by considering historical claims experience, demographic factors, severity factors and other actuarial assumptions. Although the Company's claims experience has not displayed substantial volatility in the past, actual experience could materially vary from its historical experience in the future. Factors that affect these estimates include but are not limited to: inflation, the number and severity of claims and regulatory changes. In the future, if the Company concludes an adjustment to self insurance accruals is required, the liability will be adjusted accordingly.

L. Deferred Rent

The Company accounts for scheduled rent increases contained in its leases on a straight-line basis over the term of the lease beginning as of the date the Company obtained possession of the leased premises. Deferred rent amounted to $77.9 million and $78.3 million as of February 25, 2012 and February 26, 2011, respectively.

Cash or lease incentives (“tenant allowances”) received pursuant to certain store leases are recognized on a straight-line basis as a reduction to rent over the lease term. The unamortized portion of tenant allowances is included in deferred rent and other liabilities. The unamortized portion of tenant allowances amounted to $120.1 million and $111.9 million as of February 25, 2012 and February 26, 2011, respectively.

M. Treasury Stock

Between December 2004 and December 2010, the Company’s Board of Directors authorized, through several share repurchase programs, the repurchase of $4.950 billion of the Company’s common stock.

During fiscal 2011, the Company repurchased approximately 21.5 million shares of its common stock at a total cost of approximately $1.218 billion. During fiscal 2010, the Company repurchased approximately 15.9 million shares of its common stock at a total cost of approximately $687.6 million. During fiscal 2009, the Company repurchased approximately 2.7 million shares of its common stock at a total cost of approximately $94.9 million. The Company has approximately $919 million remaining of authorized share repurchases as of February 25, 2012.

The Company has authorization to make repurchases from time to time in the open market or through other parameters approved by the Board of Directors pursuant to existing rules and regulations.

N. Fair Value of Financial Instruments

The Company’s financial instruments include cash and cash equivalents, investment securities, accounts payable and certain other liabilities. The Company’s investment securities consist primarily of U.S. Treasury securities, which are stated at amortized cost, and auction rate securities, which are stated at their approximate fair value. The book value of all financial instruments is representative of their fair values (See “Fair Value Measurements,” Note 4).

O. Revenue Recognition

Sales are recognized upon purchase by customers at the Company’s retail stores or upon delivery for products purchased from its websites. The value of point-of-sale coupons and point-of-sale rebates that result in a reduction of the price paid by the customer are recorded as a reduction of sales. Shipping and handling fees that are billed to a customer in a sale transaction are recorded in sales. Taxes, such as sales tax, use tax and value added tax, are not included in sales.

Revenues from gift cards, gift certificates and merchandise credits are recognized when redeemed. Gift cards have no provisions for reduction in the value of unused card balances over defined time periods and have no expiration dates.

Sales returns are provided for in the period that the related sales are recorded based on historical experience. Although the estimate for sales returns has not varied materially from historical provisions, actual experience could vary from historical experience in the future if the level of sales return activity changes materially. In the future, if the Company concludes that an adjustment to the sales return accrual is required due to material changes in the returns activity, the reserve will be adjusted accordingly.

P. Cost of Sales

Cost of sales includes the cost of merchandise, buying costs and costs of the Company's distribution network including inbound freight charges, distribution facility costs, receiving costs, internal transfer costs and shipping and handling costs.

Q. Vendor Allowances

The Company receives allowances from vendors in the normal course of business for various reasons including direct cooperative advertising, purchase volume and reimbursement for other expenses. Annual terms for each allowance include the basis for earning the allowance and payment terms, which vary by agreement. All vendor allowances are recorded as a reduction of inventory cost, except for direct cooperative advertising allowances which are specific, incremental and identifiable. The Company recognizes purchase volume allowances as a reduction of the cost of inventory in the quarter in which milestones are achieved. Advertising costs were reduced by direct cooperative allowances of $19.5 million, $17.6 million and $14.5 million for fiscal 2011, 2010 and 2009, respectively.

R. Store Opening, Expansion, Relocation and Closing Costs

Store opening, expansion, relocation and closing costs, including markdowns, asset residual values and projected occupancy costs, are charged to earnings as incurred.

S. Advertising Costs

Expenses associated with direct response advertising are expensed over the period during which the sales are expected to occur, generally four to six weeks, and all other expenses associated with store advertising are charged to earnings as incurred. Net advertising costs amounted to $192.5 million, $198.3 million and $230.6 million for fiscal 2011, 2010 and 2009, respectively.

T. Stock-Based Compensation

The Company measures all employee stock-based compensation awards using a fair value method and records such expense in its consolidated financial statements. The Company adopted the accounting guidance related to stock compensation on August 28, 2005 (the "date of adoption") under the modified prospective application. Under this application, the Company records stock-based compensation expense for all awards granted on or after the date of adoption and for the portion of previously granted awards that remained unvested at the date of adoption. Currently, the Company's stock-based compensation relates to restricted stock awards and stock options. The Company's restricted stock awards are considered nonvested share awards.

U. Income Taxes

The Company files a consolidated Federal income tax return. Income tax returns are also filed with each taxable jurisdiction in which the Company conducts business.

The Company accounts for its income taxes using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to the differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in earnings in the period that includes the enactment date.

The Company intends to reinvest the unremitted earnings of its Canadian subsidiary. Accordingly, no provision has been made for U.S. or additional non-U.S. taxes with respect to these earnings. In the event of repatriation to the U.S., in most cases such earnings would be subject to U.S. income taxes.

The Company recognizes the tax benefit from an uncertain tax position only if it is at least more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than fifty percent likelihood of being realized upon settlement with the taxing authorities.

Judgment is required in determining the provision for income taxes and related accruals, deferred tax assets and liabilities. In the ordinary course of business, there are transactions and calculations where the ultimate tax outcome is uncertain. Additionally, the Company's tax returns are subject to audit by various tax authorities. Although the Company believes that its estimates are reasonable, actual results could differ from these estimates.

V. Earnings per Share

The Company presents earnings per share on a basic and diluted basis. Basic earnings per share has been computed by dividing net earnings by the weighted average number of shares outstanding. Diluted earnings per share has been computed by dividing net earnings by the weighted average number of shares outstanding including the dilutive effect of stock-based awards as calculated under the treasury stock method.

Stock-based awards of approximately 0.9 million, 1.5 million and 9.8 million shares were excluded from the computation of diluted earnings per share as the effect would be anti-dilutive for fiscal 2011, 2010 and 2009, respectively.

W. Segments

The Company accounts for its operations as one operating segment.

Consolidated Balance Sheets (Parenthetical) (USD $) In Thousands, except Per Share data, unless otherwise specified	Feb. 25, 2012	Feb. 26, 2011
Consolidated Balance Sheets		
Preferred stock, par value (in dollars per share)	$ 0.01	$ 0.01
Preferred stock, authorized shares	1,000	1,000
Preferred stock, issued shares	0	0
Preferred stock, outstanding shares	0	0
Common stock, par value (in dollars per share)	$ 0.01	$ 0.01
Common stock, authorized shares	900,000	900,000
Common stock, issued shares	330,576	325,222
Common stock, outstanding shares	235,515	251,666

SUPPLEMENTAL CASH FLOW INFORMATION	12 Months Ended Feb. 25, 2012
SUPPLEMENTAL CASH FLOW INFORMATION	
SUPPLEMENTAL CASH FLOW INFORMATION	**11. SUPPLEMENTAL CASH FLOW INFORMATION** The Company paid income taxes of $568.6 million, $487.4 million and $338.9 million in fiscal 2011, 2010 and 2009, respectively. The Company recorded an accrual for capital expenditures of $28.8 million, $17.8 million and $21.7 million as of February 25, 2012, February 26, 2011 and February 27, 2010, respectively.

Document and Entity Information (USD $)	12 Months Ended Feb. 25, 2012	Mar. 24, 2012	Aug. 27, 2011
Document and Entity Information			
Entity Registrant Name	BED BATH & BEYOND INC		
Entity Central Index Key	0000886158		
Document Type	10-K		
Document Period End Date	Feb. 25, 2012		
Amendment Flag	false		
Current Fiscal Year End Date	--02-25		
Entity Well-known Seasoned Issuer	Yes		
Entity Voluntary Filers	No		
Entity Current Reporting Status	Yes		
Entity Filer Category	Large Accelerated Filer		
Entity Public Float			$ 12,750,872,956
Entity Common Stock, Shares Outstanding		233,773,500	
Document Fiscal Year Focus	2011		
Document Fiscal Period Focus	FY		

STOCK-BASED COMPENSATION	12 Months Ended Feb. 25, 2012

STOCK-BASED COMPENSATION

STOCK-BASED COMPENSATION

12. STOCK-BASED COMPENSATION

The Company measures all employee stock-based compensation awards using a fair value method and records such expense, net of estimated forfeitures, in its consolidated financial statements. Currently, the Company's stock-based compensation relates to restricted stock awards and stock options. The Company's restricted stock awards are considered nonvested share awards.

Stock-based compensation expense for the fiscal year ended February 25, 2012, February 26, 2011 and February 27, 2010 was approximately $45.2 million ($28.5 million after tax or $0.12 per diluted share), approximately $44.3 million ($27.1 million after tax or $0.10 per diluted share) and approximately $44.2 million ($26.9 million after tax or $0.10 per diluted share), respectively. In addition, the amount of stock-based compensation cost capitalized for the years ended February 25, 2012 and February 26, 2011 was approximately $1.3 and $1.2 million, respectively.

Incentive Compensation Plans

The Company currently grants awards under the Bed Bath & Beyond 2004 Incentive Compensation Plan (the "2004 Plan"). The 2004 Plan is a flexible compensation plan that enables the Company to offer incentive compensation through stock options, restricted stock awards, stock appreciation rights and performance awards, including cash awards. Under the 2004 Plan, grants are determined by the Compensation Committee for those awards granted to executive officers and by an appropriate committee for all other awards granted. Awards of stock options and restricted stock generally vest in five equal annual installments beginning one to three years from the date of grant.

Prior to fiscal 2004, the Company had adopted various stock option plans (the "Prior Plans"), all of which solely provided for the granting of stock options. Upon adoption of the 2004 Plan, the common stock available under the Prior Plans became available for issuance under the 2004 Plan. No further option grants may be made under the Prior Plans, although outstanding awards under the Prior Plans will continue to be in effect.

Under the 2004 Plan and the Prior Plans, an aggregate of 83.4 million shares of common stock were authorized for issuance. The Company generally issues new shares for stock option exercises and restricted stock awards. As of February 25, 2012, unrecognized compensation expense related to the unvested portion of the Company's stock options and restricted stock awards was $21.7 million and $108.4 million, respectively, which is expected to be recognized over a weighted average period of 3.0 years and 3.8 years, respectively.

Stock Options

Stock option grants are issued at fair market value on the date of grant and generally become exercisable in either three or five equal annual installments beginning one year from the date of grant for options issued since May 10, 2010, and beginning one to three years from the date of grant for options issued prior to May 10, 2010. Option grants expire eight years after the date of grant for stock options issued since May 10, 2004, and expire ten years after the date of grant for stock options issued prior to May 10, 2004. All option grants are nonqualified.

The fair value of the stock options granted was estimated on the date of the grant using a Black-Scholes option-pricing model that uses the assumptions noted in the following table.

Black-Scholes Valuation Assumptions (1)	FISCAL YEAR ENDED February 25, 2012	February 26, 2011	February 27, 2010
Weighted Average Expected Life (in years) (2)	**6.2**	6.1	6.3
Weighted Average Expected Volatility (3)	**30.59%**	33.70%	40.39%
Weighted Average Risk Free Interest Rates (4)	**2.34%**	2.56%	2.45%
Expected Dividend Yield	**—**	—	—

(1) Forfeitures are estimated based on historical experience.
(2) The expected life of stock options is estimated based on historical experience.
(3) Expected volatility is based on the average of historical and implied volatility. The historical volatility is determined by observing actual prices of the Company's stock over a period commensurate with the expected life of the awards. The implied volatility represents the implied volatility of the Company's call options, which are actively traded on multiple exchanges, had remaining maturities in excess of twelve months, had market prices close to the exercise prices of the employee stock options and were measured on the stock option grant date.
(4) Based on the U.S. Treasury constant maturity interest rate whose term is consistent with the expected life of the stock options.

Changes in the Company's stock options for the fiscal year ended February 25, 2012 were as follows:

(Shares in thousands)	Number of Stock Options	Weighted Average Exercise Price
Options outstanding, beginning of period	10,135	$ 37.08
Granted	519	56.19
Exercised	(4,645)	36.79
Forfeited or expired	(11)	36.80
Options outstanding, end of period	5,998	$ 38.96
Options exercisable, end of period	4,004	$ 37.84

The weighted average fair value for the stock options granted in fiscal 2011, 2010 and 2009 was $19.65, $17.05 and $12.33, respectively. The weighted average remaining contractual term and the aggregate intrinsic value for options outstanding as of February 25, 2012 was 3.3 years and $128.5 million, respectively. The weighted average remaining contractual term and the aggregate intrinsic value for options exercisable as of February 25, 2012 was 2.2 years and $90.1 million, respectively. The total intrinsic value for stock options exercised during fiscal 2011, 2010 and 2009 was $101.5 million, $50.5 million and $61.9 million, respectively.

Net cash proceeds from the exercise of stock options for fiscal 2011 were $171.1 million and the net associated income tax benefit was $5.2 million.

Restricted Stock

Restricted stock awards are issued and measured at fair market value on the date of grant and generally become exercisable in five equal annual installments beginning one to three years from the date of grant. Vesting of restricted stock awarded to certain of the Company's executives is dependent on the Company's achievement of a performance-based test for the fiscal year of grant, and assuming achievement of the performance-based test, time vesting, subject, in general, to the executive remaining in the Company's employ on specified vesting dates. The Company recognizes compensation expense related to these awards based on the assumption that the performance-based test will be achieved. Vesting of restricted stock awarded to the Company's other employees is based solely on time vesting.

Changes in the Company's restricted stock for the fiscal year ended February 25, 2012 were as follows:

(Shares in thousands)	Number of Restricted Shares	Weighted Average Grant-Date Fair Value
Unvested restricted stock, beginning of period	4,575	$ 35.58
Granted	901	56.03
Vested	(860)	35.90
Forfeited	(195)	38.83
Unvested restricted stock, end of period	4,421	$ 39.54

Consolidated Statements of Earnings (USD $) In Thousands, except Per Share data, unless otherwise specified	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
Net sales	$ 9,499,890	$ 8,758,503	$ 7,828,793
Cost of sales	5,568,957	5,135,574	4,620,674
Gross profit	3,930,933	3,622,929	3,208,119
Selling, general and administrative expenses	2,362,564	2,334,471	2,227,432
Operating profit	1,568,369	1,288,458	980,687
Interest income, net	1,119	4,520	4,568
Earnings before provision for income taxes	1,569,488	1,292,978	985,255
Provision for income taxes	579,951	501,645	385,222
Net earnings	$ 989,537	$ 791,333	$ 600,033
Net earnings per share - Basic (in dollars per share)	$ 4.12	$ 3.11	$ 2.33
Net earnings per share - Diluted (in dollars per share)	$ 4.06	$ 3.07	$ 2.30
Weighted average shares outstanding - Basic (in shares)	240,016	254,297	257,755
Weighted average shares outstanding - Diluted (in shares)	243,890	258,079	260,375

PROVISION FOR INCOME TAXES

12 Months Ended Feb. 25, 2012

PROVISION FOR INCOME TAXES

PROVISION FOR INCOME TAXES

6. PROVISION FOR INCOME TAXES

The components of the provision for income taxes are as follows:

(in thousands)	FISCAL YEAR ENDED February 25, 2012	February 26, 2011	February 27, 2010
Current:			
Federal	**$ 475,280**	$ 426,956	$ 346,875
State and local	**74,438**	90,689	61,080
	549,718	517,645	407,955
Deferred:			
Federal	**28,695**	(7,698)	(17,851)
State and local	**1,538**	(8,302)	(4,882)
	30,233	(16,000)	(22,733)
	$ 579,951	$ 501,645	$ 385,222

At February 25, 2012 and February 26, 2011, included in other current assets is a net current deferred income tax asset of $209.4 million and $189.1 million, respectively, and included in other assets is a net noncurrent deferred income tax asset of $43.7 million and $90.9 million, respectively. These amounts represent the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The significant components of the Company's deferred tax assets and liabilities consist of the following:

(in thousands)	February 25, 2012	February 26, 2011
Deferred tax assets:		
Inventories	**$ 33,058**	$ 26,151
Deferred rent and other rent credits	**78,292**	75,007
Insurance	**53,607**	51,906
Stock-based compensation	**37,633**	48,743
Merchandise credits and gift card liabilities	**12,376**	29,043
Accrued expenses	**80,012**	86,927
Other	**47,422**	33,616
Deferred tax liabilities:		
Depreciation	**(25,510)**	(18,991)
Goodwill	**(36,590)**	(31,213)
Other	**(27,228)**	(21,152)
	$ 253,072	$ 280,037

The Company has not established a valuation allowance for the net deferred tax asset as it is considered more likely than not that it is realizable through a combination of future taxable income and the deductibility of future net deferred tax liabilities.

The following table summarizes the activity related to the gross unrecognized tax benefits from uncertain tax positions:

(in thousands)	February 25, 2012	February 26, 2011
Balance at beginning of year	**$ 141,869**	$ 113,086
Increase related to current year positions	**23,286**	24,051
Increase related to prior year positions	**12,533**	16,677
Decrease related to prior year positions	**(33,191)**	(8,273)
Settlements	**(17,822)**	(1,576)
Lapse of statute of limitations	**(1,712)**	(2,096)
Balance at end of year	**$ 124,963**	$ 141,869

At February 25, 2012, the Company has recorded approximately $1.4 million and $123.6 million of gross unrecognized tax benefits in current and non-current taxes payable, respectively, on the consolidated balance sheet of which approximately $123.3 million would impact the Company's effective tax rate. At February 26, 2011, the Company has recorded approximately $42.2 million and $99.7 million of gross unrecognized tax benefits in current and non-current taxes payable, respectively, on the consolidated balance sheet of which approximately $137.6 million would impact the Company's effective tax rate. As of February 25, 2012 and February 26, 2011, the liability for gross unrecognized tax benefits included approximately $27.1 million and $30.2 million, respectively, of accrued interest. The Company recorded an increase of interest of approximately $2.3 million and $9.2 million for the years ended February 25, 2012 and February 26, 2011, respectively, for gross unrecognized tax benefits in the consolidated statement of earnings.

The Company anticipates that any adjustments to gross unrecognized tax benefits which will impact income tax expense, due to the settlement of audits and the expiration of statutes of limitations, could be approximately $1.0 to $2.0 million in the next twelve months. However, actual results could differ from those currently anticipated.

As of February 25, 2012, the Company operated in 50 states, the District of Columbia, Puerto Rico and Canada and files income tax returns in the United States and various state, local and international jurisdictions. The Company is also open to examination for state and local jurisdictions with varying statutes of limitations, generally ranging from three to five years.

For fiscal 2011, the effective tax rate is comprised of the Federal statutory income tax rate of 35.00%, the State income tax rate, net of Federal benefit, of 2.90%, provision for uncertain tax positions of 0.23% and other income tax benefits of 1.13%. For fiscal 2010, the effective tax rate is comprised of the Federal statutory income tax rate of 35.00%, the State income tax rate, net of Federal benefit, of 2.77%, provision for uncertain tax positions of 1.86% and other income tax benefits of 0.83%. For fiscal 2009, the effective tax rate is comprised of the Federal statutory income tax rate of 35.00%, the State income tax rate, net of Federal benefit, of 3.29%, provision for uncertain tax positions of 1.96% and other income tax benefits of 1.15%.

INVESTMENT SECURITIES	12 Months Ended Feb. 25, 2012
INVESTMENT SECURITIES	
INVESTMENT SECURITIES	**5. INVESTMENT SECURITIES**

The Company's investment securities as of February 25, 2012 and February 26, 2011 are as follows:

(in millions)	February 25, 2012	February 26, 2011
Available-for-sale securities:		
Short term	$ 6.5	$ 5.8
Long term	73.7	103.9
Trading securities:		
Long term	22.1	17.6
Held-to-maturity securities:		
Short term	749.9	599.8
Total investment securities	$ 852.2	$ 727.1

Auction Rate Securities

As of February 25, 2012 and February 26, 2011, the Company's available-for-sale investment securities represented approximately $83.9 million and approximately $112.9 million par value of auction rate securities, respectively, less temporary valuation adjustments of approximately $3.7 million and $3.2 million, respectively. Since these valuation adjustments are deemed to be temporary, they are recorded in accumulated other comprehensive (loss) income, net of a related tax benefit, and did not affect the Company's net earnings. These securities at par are invested in preferred shares of closed end municipal bond funds, which are required, pursuant to the Investment Company Act of 1940, to maintain minimum asset coverage ratios of 200%. All of these available-for-sale investments carried triple-A credit ratings from one or more of the major credit rating agencies as of February 25, 2012 and February 26, 2011, and none of them are mortgage-backed debt obligations. As of February 25, 2012 and February 26, 2011, the Company's available-for-sale investments have been in a continuous unrealized loss position for 12 months or more, however, the Company believes that the unrealized losses are temporary and reflect the investments' current lack of liquidity. Due to their lack of liquidity, the Company classified approximately $73.7 million and $103.9 million of these investments as long term investment securities at February 25, 2012 and February 26, 2011, respectively. During fiscal 2011, approximately $29.0 million of these securities were redeemed at par.

Subsequent to the end of fiscal 2011 through April 13, 2012, the Company redeemed approximately $6.5 million of short term available-for-sale securities at par.

U.S. Treasury Securities

As of February 25, 2012 and February 26, 2011, the Company's short term held-to-maturity securities included approximately $749.9 million and approximately $599.8 million, respectively, of U.S. Treasury Bills with remaining maturities of less than one year. These securities are stated at their amortized cost which approximates fair value.

Long Term Trading Investment Securities

The Company’s long term trading investment securities, which are provided as investment options to the participants of the nonqualified deferred compensation plan, are stated at fair market value. The values of these trading investment securities included in the table above are approximately $22.1 million and $17.6 million as of February 25, 2012 and February 26, 2011, respectively.

FAIR VALUE MEASUREMENTS (Tables)	12 Months Ended Feb. 25, 2012

FAIR VALUE MEASUREMENTS

Schedule of the valuation of the Company's financial assets measured at fair value on a recurring basis by input level

The following table presents the valuation of the Company's financial assets as of February 25, 2012 measured at fair value on a recurring basis by input level:

(in millions)	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)	Total
Short term - available-for-sale securities:			
Auction rate securities	$ —	$ 6.5	$ 6.5
Long term - available-for-sale securities:			
Auction rate securities	—	73.7	73.7
Long term - trading securities:			
Nonqualified deferred compensation plan assets	22.1	—	22.1
Total	$ 22.1	$ 80.2	$102.3

Schedule of the changes in the Company's financial assets that are measured at fair value on a recurring basis using significant unobservable inputs (Level 3)

(in millions)	Auction Rate Securities
Balance on February 26, 2011, net of temporary valuation adjustment	$ 109.7
Change in temporary valuation adjustment included in accumulated other comprehensive (loss) income	(0.5)
Redemptions at par	(29.0)
Balance on February 25, 2012, net of temporary valuation adjustment	$ 80.2

SUMMARY OF QUARTERLY RESULTS (UNAUDITED)	12 Months Ended Feb. 25, 2012

SUMMARY OF QUARTERLY RESULTS (UNAUDITED)

SUMMARY OF QUARTERLY RESULTS (UNAUDITED)

13. SUMMARY OF QUARTERLY RESULTS (UNAUDITED)

	FISCAL 2011 QUARTER ENDED				FISCAL 2010 QUARTER ENDED			
(in thousands, except per share data)	May 28, 2011	August 27, 2011	November 26, 2011	February 25, 2012	May 29, 2010	August 28, 2010	November 27, 2010	February 26, 2011
Net sales	$ 2,109,951	$ 2,314,064	$ 2,343,561	$ 2,732,314	$ 1,923,051	$ 2,136,730	$ 2,193,755	$ 2,504,967
Gross profit	857,572	950,999	958,693	1,163,669	775,036	874,918	896,508	1,076,467
Operating profit	288,948	371,636	357,020	550,765	225,394	296,902	305,110	461,052
Earnings before provision for income taxes	289,500	369,764	356,418	553,806	225,910	297,229	307,106	462,733
Provision for income taxes	108,922	140,392	127,874	202,763	88,357	115,474	118,532	179,282
Net earnings	$ 180,578	$ 229,372	$ 228,544	$ 351,043	$ 137,553	$ 181,755	$ 188,574	$ 283,451
EPS-Basic (1)	$ 0.74	$ 0.94	$ 0.96	$ 1.50	$ 0.53	$ 0.71	$ 0.75	$ 1.14
EPS-Diluted (1)	$ 0.72	$ 0.93	$ 0.95	$ 1.48	$ 0.52	$ 0.70	$ 0.74	$ 1.12

(1) Net earnings per share ("EPS") amounts for each quarter are required to be computed independently and may not equal the amount computed for the total year.

EMPLOYEE BENEFIT PLANS	12 Months Ended Feb. 25, 2012
EMPLOYEE BENEFIT PLANS	
EMPLOYEE BENEFIT PLANS	**9. EMPLOYEE BENEFIT PLANS** *Defined Contribution Plans* The Company has three defined contribution savings plans covering all eligible employees of the Company ("the Plans"). During fiscal 2011, a 401(k) savings plan was merged into one of the Plans. Participants of the Plans may defer annual pre-tax compensation subject to statutory and Plan limitations. In addition, a certain percentage of an employee's contributions are matched by the Company and vest over a specified period of time, subject to certain statutory and Plan limitations. The Company's match was approximately $9.4 million, $8.6 million and $7.6 million for fiscal 2011, 2010 and 2009, respectively, which was expensed as incurred. *Nonqualified Deferred Compensation Plan* The Company has a nonqualified deferred compensation plan ("NQDC") for the benefit of employees defined by the Internal Revenue Service as highly compensated. Participants of the NQDC may defer annual pre-tax compensation subject to statutory and plan limitations. In addition, a certain percentage of an employee's contributions may be matched by the Company and vest over a specified period of time, subject to certain plan limitations. The Company's match was approximately $0.4 million for fiscal 2011, 2010 and 2009 which was expensed as incurred. Changes in the fair value of the trading securities related to the NQDC and the corresponding change in the associated liability are included within interest income and selling, general and administrative expenses respectively, in the consolidated statements of earnings. Historically, these changes have resulted in no impact to the consolidated statements of earnings. *Defined Benefit Plan* The Company has a non-contributory defined benefit pension plan for the CTS employees, hired on or before July 31, 2003, who meet specified age and length-of-service requirements. The benefits are based on years of service and the employee's compensation near retirement. The Company recognizes the overfunded or underfunded status of the pension plan as an asset or liability in its statement of financial position and recognizes changes in the funded status in the year in which the changes occur. For the years ended February 25, 2012, February 26, 2011 and February 27, 2010, the net periodic pension cost was not material to the Company's results of operations. The Company has a $14.6 million and $7.5 million liability, which is included in deferred rent and other liabilities as of February 25, 2012 and February 26, 2011, respectively. In addition, as of February 25, 2012 and February 26, 2011, the Company recognized a loss of $3.9 million, net of taxes of $2.6 million, and a gain of $0.7 million, net of taxes of $0.4 million, respectively, within accumulated other comprehensive (loss) income.

TRANSACTIONS AND BALANCES WITH RELATED PARTIES	12 Months Ended Feb. 25, 2012
TRANSACTIONS AND BALANCES WITH RELATED PARTIES	
TRANSACTIONS AND BALANCES WITH RELATED PARTIES	**7. TRANSACTIONS AND BALANCES WITH RELATED PARTIES** A. In fiscal 2002, the Company had an interest in certain life insurance policies on the lives of its Co-Chairmen and their spouses. The Company's interest in these policies was equivalent to the net premiums paid by the Company. The agreements relating to the Company's interest in the life insurance policies on the lives of its Co-Chairmen and their spouses were terminated in fiscal 2003. Upon termination in fiscal 2003, the Co-Chairmen paid to the Company \$5.4 million, representing the total amount of premiums paid by the Company under the agreements and the Company was released from its contractual obligation to make substantial future premium payments. In order to confer a benefit to its Co-Chairmen in substitution for the aforementioned terminated agreements, the Company has agreed to pay to the Co-Chairmen, at a future date, an aggregate amount of \$4.2 million, which is included in accrued expenses and other current liabilities as of February 25, 2012 and February 26, 2011. B. In fiscal 2009, the Company leased office and retail space from entities controlled by management of CTS. In fiscal 2009, the Company leased retail space from entities controlled by management of buybuy BABY. The Company paid such entities occupancy costs of approximately \$6.9 million in fiscal 2009.

LEASES	12 Months Ended Feb. 25, 2012

LEASES
LEASES

8. LEASES

The Company leases retail stores, as well as warehouses, office facilities and equipment, under agreements expiring at various dates through 2041. Certain leases provide for contingent rents (which are based upon store sales exceeding stipulated amounts and are immaterial in fiscal 2011, 2010 and 2009), scheduled rent increases and renewal options. The Company is obligated under a majority of the leases to pay for taxes, insurance and common area maintenance charges.

As of February 25, 2012, future minimum lease payments under non-cancelable operating leases are as follows:

Fiscal Year	Amount (in thousands)
2012	$ 466,029
2013	436,347
2014	390,718
2015	348,181
2016	302,869
Thereafter	1,094,253
Total future minimum lease payments	$ 3,038,397

Expenses for all operating leases were $456.2 million, $442.2 million and $423.3 million for fiscal 2011, 2010 and 2009, respectively.

COMMITMENTS AND CONTINGENCIES	12 Months Ended Feb. 25, 2012
COMMITMENTS AND CONTINGENCIES	
COMMITMENTS AND CONTINGENCIES	**10. COMMITMENTS AND CONTINGENCIES** The Company maintains employment agreements with its Co-Chairmen, which extend through June 2013. The agreements provide for a base salary (which may be increased by the Board of Directors), termination payments, postretirement benefits and other terms and conditions of employment. In addition, the Company maintains employment agreements with other executives which provide for severance pay and, in some instances, certain other supplemental retirement benefits. The Company records an estimated liability related to its various claims and legal actions arising in the ordinary course of business when and to the extent that it concludes a liability is probable and the amount of the loss can be reasonably estimated. Such estimated loss is based on available information and advice from outside counsel, where appropriate. As additional information becomes available, the Company reassesses the potential liability related to claims and legal actions and revises its estimated liabilities, as appropriate. The Company expects the ultimate disposition of these matters will not have a material adverse effect on the Company's consolidated financial position, results of operations or liquidity. The Company also cannot predict the nature and validity of claims which could be asserted in the future, and future claims could have a material impact on its earnings.

FAIR VALUE MEASUREMENTS (Details) (USD $) In Millions, unless otherwise specified	Feb. 25, 2012	Feb. 26, 2011
Valuation of the Company's financial assets measured at fair value on a recurring basis by input level:		
Short term - available-for-sale securities: Auction rate securities	$ 6.5	$ 5.8
Long term - available-for-sale securities: Auction rate securities	73.7	103.9
Long term - trading securities: Nonqualified deferred compensation plan assets	22.1	17.6
Auction Rate Securities		
Valuation of the Company's financial assets measured at fair value on a recurring basis by input level:		
Long term - available-for-sale securities: Auction rate securities	73.7	103.9
Recurring | Quoted Prices in Active Markets for Identical Assets (Level 1)		
Valuation of the Company's financial assets measured at fair value on a recurring basis by input level:		
Long term - trading securities: Nonqualified deferred compensation plan assets	22.1	
Total	22.1	
Recurring | Significant Unobservable Inputs (Level 3)		
Valuation of the Company's financial assets measured at fair value on a recurring basis by input level:		
Total	80.2	
Recurring | Significant Unobservable Inputs (Level 3) | Auction Rate Securities		
Valuation of the Company's financial assets measured at fair value on a recurring basis by input level:		
Short term - available-for-sale securities: Auction rate securities	6.5	
Long term - available-for-sale securities: Auction rate securities	73.7	
Recurring | Total		
Valuation of the Company's financial assets measured at fair value on a recurring basis by input level:		
Long term - trading securities: Nonqualified deferred compensation plan assets	22.1	
Total	102.3	
Recurring | Total | Auction Rate Securities		
Valuation of the Company's financial assets measured at fair value on a recurring basis by input level:		
Short term - available-for-sale securities: Auction rate securities	6.5	
Long term - available-for-sale securities: Auction rate securities	$ 73.7	

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS (Policies)	12 Months Ended
	Feb. 25, 2012
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND RELATED MATTERS	
Fiscal Year	B. Fiscal Year The Company's fiscal year is comprised of the 52 or 53 week period ending on the Saturday nearest February 28. Accordingly, fiscal 2011, 2010 and 2009 represented 52 weeks and ended on February 25, 2012, February 26, 2011 and February 27, 2010, respectively.
Principles of Consolidation	C. Principles of Consolidation The accompanying consolidated financial statements include the accounts of the Company and its subsidiaries, all of which are wholly owned. All significant intercompany balances and transactions have been eliminated in consolidation.
Use of Estimates	D. Use of Estimates The preparation of consolidated financial statements in conformity with U.S. generally accepted accounting principles requires the Company to establish accounting policies and to make estimates and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience and on other assumptions that it believes to be relevant under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. In particular, judgment is used in areas such as inventory valuation, impairment of long-lived assets, impairment of auction rate securities, goodwill and other indefinite lived intangible assets, accruals for self insurance, litigation, store opening, expansion, relocation and closing costs, the provision for sales returns, vendor allowances, stock-based compensation and income and certain other taxes. Actual results could differ from these estimates.
Cash and Cash Equivalents	E. Cash and Cash Equivalents The Company considers all highly liquid instruments purchased with original maturities of three months or less to be cash equivalents. Included in cash and cash equivalents are credit and debit card receivables from banks, which typically settle within 5 business days, of $67.1 million and $61.9 million as of February 25, 2012 and February 26, 2011, respectively.
Investment Securities	F. Investment Securities Investment securities consist primarily of U.S. Treasury Bills with remaining maturities of less than one year and auction rate securities, which are securities with interest rates that reset periodically through an auction process. The U.S. Treasury Bills are classified as short term held-to-maturity securities and are stated at their amortized cost which approximates fair value. Auction rate securities are classified as available-for-sale and are stated at fair value, which had historically been consistent with cost or par value due to interest rates which reset periodically, typically every 7, 28 or 35 days. As a result, there generally were no cumulative gross unrealized holding gains or losses relating to these auction rate securities. However, beginning in mid-February 2008 due to market conditions, the auction process for the Company's auction rate securities failed and continues to fail. These failed auctions result in a lack of liquidity in the securities, and affect their estimated fair values at February 25, 2012 and February 26, 2011, but

do not affect the underlying collateral of the securities. (See "Fair Value Measurements," Note 4 and "Investment Securities," Note 5). All income from these investments is recorded as interest income.

Those investment securities which the Company has the ability and intent to hold until maturity are classified as held-to-maturity investments and are stated at amortized cost. Those investment securities which are bought and held principally for the purpose of selling them in the near term are classified as trading securities and are stated at fair market value.

Premiums are amortized and discounts are accreted over the life of the security as adjustments to interest income using the effective interest method. Dividend and interest income are recognized when earned.

Inventory Valuation

G. Inventory Valuation

Merchandise inventories are stated at the lower of cost or market. Inventory costs for BBB, buybuy BABY and Harmon are calculated using the weighted average retail inventory method and inventory costs for CTS are calculated using the first in first out cost method.

Under the retail inventory method, the valuation of inventories at cost and the resulting gross margins are calculated by applying a cost-to-retail ratio to the retail values of inventories. The cost associated with determining the cost-to-retail ratio includes: merchandise purchases, net of returns to vendors, discounts and volume and incentive rebates; inbound freight expenses; duty, insurance and commissions.

At any one time, inventories include items that have been written down to the Company's best estimate of their realizable value. Judgment is required in estimating realizable value and factors considered are the age of merchandise and anticipated demand. Actual realizable value could differ materially from this estimate based upon future customer demand or economic conditions.

The Company estimates its reserve for shrinkage throughout the year based on historical shrinkage and any current trends, if applicable. Actual shrinkage is recorded at year end based upon the results of the Company's physical inventory counts for locations at which counts were conducted. For locations where physical inventory counts were not conducted in the fiscal year, an estimated shrink reserve is recorded based on historical shrinkage and any current trends, if applicable. Historically, the Company's shrinkage has not been volatile.

The Company accrues for merchandise in transit once it takes legal ownership and title to the merchandise; as such, an estimate for merchandise in transit is included in the Company's merchandise inventories.

Property and Equipment

H. Property and Equipment

Property and equipment are stated at cost. Depreciation is computed primarily using the straight-line method over the estimated useful lives of the assets (forty years for buildings; five to twenty years for furniture, fixtures and equipment; and three to seven years for computer equipment and software). Leasehold improvements are amortized using the straight-line method over the lesser of their estimated useful life or the life of the lease. Depreciation expense is primarily included within selling, general and administrative expenses.

The cost of maintenance and repairs is charged to earnings as incurred; significant renewals and betterments are capitalized. Maintenance and repairs amounted to $85.8 million, $90.2 million and $86.2 million for fiscal 2011, 2010 and 2009, respectively.

Impairment of Long-Lived Assets

I. Impairment of Long-Lived Assets

The Company reviews long-lived assets for impairment when events or changes in circumstances indicate the carrying value of these assets may exceed their current fair values. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to the estimated undiscounted future cash flows expected to be generated by the asset.

If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized for the amount by which the carrying amount of the asset exceeds the fair value of the assets. Assets to be disposed of would be separately presented in the balance sheet and reported at the lower of the carrying amount or fair value less costs to sell, and are no longer depreciated. The assets and liabilities of a disposal group classified as held for sale would be presented separately in the appropriate asset and liability sections of the balance sheet. The Company has not historically recorded any material impairment to its long-lived assets. In the future, if events or market conditions affect the estimated fair value to the extent that a long-lived asset is impaired, the Company will adjust the carrying value of these long-lived assets in the period in which the impairment occurs.

Goodwill and Other Indefinite Lived Intangible Assets

J. Goodwill and Other Indefinite Lived Intangible Assets

The Company reviews goodwill and other intangibles that have indefinite lives for impairment annually or when events or changes in circumstances indicate the carrying value of these assets might exceed their current fair values. Impairment testing is based upon the best information available, including estimates of fair value which incorporate assumptions marketplace participants would use in making their estimates of fair value. The Company has not historically recorded an impairment to its goodwill and other indefinite lived intangible assets. The Company completed its annual impairment testing of goodwill and other indefinite lived intangible assets and determined that, as of February 25, 2012, no impairment existed because the fair value of these assets substantially exceeded their carrying values. In the future, if events or market conditions affect the estimated fair value to the extent that an asset is impaired, the Company will adjust the carrying value of these assets in the period in which the impairment occurs.

Included within other assets in the accompanying consolidated balance sheets as of February 25, 2012 and February 26, 2011, respectively, is $198.7 million for goodwill and $30.9 million for indefinite lived tradenames.

Self Insurance

K. Self Insurance

The Company utilizes a combination of insurance and self insurance for a number of risks including workers' compensation, general liability, automobile liability and employee related health care benefits (a portion of which is paid by its employees). Liabilities associated with the risks that the Company retains are estimated by considering historical claims experience, demographic factors, severity factors and other actuarial assumptions. Although the Company's claims experience has not displayed substantial volatility in the past, actual experience could materially vary from its historical experience in the future. Factors that affect these estimates include but are not limited to: inflation, the number and severity of claims and regulatory changes. In the future, if the Company concludes an adjustment to self insurance accruals is required, the liability will be adjusted accordingly.

Deferred Rent

L. Deferred Rent

The Company accounts for scheduled rent increases contained in its leases on a straight-line basis over the term of the lease beginning as of the date the Company obtained possession of the leased premises. Deferred rent amounted to $77.9 million and $78.3 million as of February 25, 2012 and February 26, 2011, respectively.

Cash or lease incentives ("tenant allowances") received pursuant to certain store leases are recognized on a straight-line basis as a reduction to rent over the lease term. The unamortized portion of tenant allowances is included in deferred rent and other liabilities. The unamortized portion of tenant allowances amounted to $120.1 million and $111.9 million as of February 25, 2012 and February 26, 2011, respectively.

Treasury Stock

M. Treasury Stock

Between December 2004 and December 2010, the Company's Board of Directors authorized, through several share repurchase programs, the repurchase of $4.950 billion of the Company's common stock.

During fiscal 2011, the Company repurchased approximately 21.5 million shares of its common stock at a total cost of approximately $1.218 billion. During fiscal 2010, the Company repurchased approximately 15.9 million shares of its common stock at a total cost of approximately $687.6 million. During fiscal 2009, the Company repurchased approximately 2.7 million shares of its common stock at a total cost of approximately $94.9 million. The Company has approximately $919 million remaining of authorized share repurchases as of February 25, 2012.

The Company has authorization to make repurchases from time to time in the open market or through other parameters approved by the Board of Directors pursuant to existing rules and regulations.

Fair Value of Financial Instruments

N. Fair Value of Financial Instruments

The Company's financial instruments include cash and cash equivalents, investment securities, accounts payable and certain other liabilities. The Company's investment securities consist primarily of U.S. Treasury securities, which are stated at amortized cost, and auction rate securities, which are stated at their approximate fair value. The book value of all financial instruments is representative of their fair values (See "Fair Value Measurements," Note 4).

Revenue Recognition

O. Revenue Recognition

Sales are recognized upon purchase by customers at the Company's retail stores or upon delivery for products purchased from its websites. The value of point-of-sale coupons and point-of-sale rebates that result in a reduction of the price paid by the customer are recorded as a reduction of sales. Shipping and handling fees that are billed to a customer in a sale transaction are recorded in sales. Taxes, such as sales tax, use tax and value added tax, are not included in sales.

Revenues from gift cards, gift certificates and merchandise credits are recognized when redeemed. Gift cards have no provisions for reduction in the value of unused card balances over defined time periods and have no expiration dates.

Sales returns are provided for in the period that the related sales are recorded based on historical experience. Although the estimate for sales returns has not varied materially from historical provisions, actual experience could vary from historical experience in the future if the level of sales return activity changes materially. In the future, if the Company concludes that an adjustment to the sales return accrual is required due to material changes in the returns activity, the reserve will be adjusted accordingly.

Cost of Sales

P. Cost of Sales

Cost of sales includes the cost of merchandise, buying costs and costs of the Company's distribution network including inbound freight charges, distribution facility costs, receiving costs, internal transfer costs and shipping and handling costs.

Vendor Allowances

Q. Vendor Allowances

The Company receives allowances from vendors in the normal course of business for various reasons including direct cooperative advertising, purchase volume and reimbursement for other expenses. Annual terms for each allowance include the basis for earning the allowance and payment terms, which vary by agreement. All vendor allowances are recorded as a reduction of inventory cost, except for direct cooperative advertising allowances which are specific, incremental and identifiable. The Company recognizes purchase volume allowances as a reduction of the cost of inventory in the quarter in which milestones are achieved. Advertising costs were reduced by direct cooperative allowances of $19.5 million, $17.6 million and $14.5 million for fiscal 2011, 2010 and 2009, respectively.

Store Opening, Expansion, Relocation and Closing Costs

R. Store Opening, Expansion, Relocation and Closing Costs

Store opening, expansion, relocation and closing costs, including markdowns, asset residual values and projected occupancy costs, are charged to earnings as incurred.

Advertising Costs

S. Advertising Costs

Expenses associated with direct response advertising are expensed over the period during which the sales are expected to occur, generally four to six weeks, and all other expenses associated with store advertising are charged to earnings as incurred. Net advertising costs amounted to $192.5 million, $198.3 million and $230.6 million for fiscal 2011, 2010 and 2009, respectively.

Stock-Based Compensation

T. Stock-Based Compensation

The Company measures all employee stock-based compensation awards using a fair value method and records such expense in its consolidated financial statements. The Company adopted the accounting guidance related to stock compensation on August 28, 2005 (the "date of adoption") under the modified prospective application. Under this application, the Company records stock-based compensation expense for all awards granted on or after the date of adoption and for the portion of previously granted awards that remained unvested at the date of adoption. Currently, the Company's stock-based compensation relates to restricted stock awards and stock options. The Company's restricted stock awards are considered nonvested share awards.

Income Taxes

U. Income Taxes

The Company files a consolidated Federal income tax return. Income tax returns are also filed with each taxable jurisdiction in which the Company conducts business.

The Company accounts for its income taxes using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to the differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in earnings in the period that includes the enactment date.

The Company intends to reinvest the unremitted earnings of its Canadian subsidiary. Accordingly, no provision has been made for U.S. or additional non-U.S. taxes with respect to these earnings. In the event of repatriation to the U.S., in most cases such earnings would be subject to U.S. income taxes.

The Company recognizes the tax benefit from an uncertain tax position only if it is at least more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than fifty percent likelihood of being realized upon settlement with the taxing authorities.

Judgment is required in determining the provision for income taxes and related accruals, deferred tax assets and liabilities. In the ordinary course of business, there are transactions and calculations where the ultimate tax outcome is uncertain. Additionally, the Company's tax returns are subject to audit by various tax authorities. Although the Company believes that its estimates are reasonable, actual results could differ from these estimates.

Earnings per Share

V. Earnings per Share

The Company presents earnings per share on a basic and diluted basis. Basic earnings per share has been computed by dividing net earnings by the weighted average number of shares outstanding. Diluted earnings per share has been computed by dividing net earnings by the weighted average number of shares outstanding including the dilutive effect of stock-based awards as calculated under the treasury stock method.

Stock-based awards of approximately 0.9 million, 1.5 million and 9.8 million shares were excluded from the computation of diluted earnings per share as the effect would be anti-dilutive for fiscal 2011, 2010 and 2009, respectively.

Segments

W. Segments

The Company accounts for its operations as one operating segment.

LEASES (Tables)	12 Months Ended Feb. 25, 2012
LEASES	
Schedule of future minimum lease payments under non-cancelable operating leases	

Fiscal Year	Amount (in thousands)
2012	$ 466,029
2013	436,347
2014	390,718
2015	348,181
2016	302,869
Thereafter	1,094,253
Total future minimum lease payments	$ 3,038,397

LEASES (Details) (USD $)	12 Months Ended		
	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
Future minimum lease payments under non-cancelable operating leases			
2012	$ 466,029,000		
2013	436,347,000		
2014	390,718,000		
2015	348,181,000		
2016	302,869,000		
Thereafter	1,094,253,000		
Total future minimum lease payments	3,038,397,000		
Expenses for operating leases	$ 456,200,000	$ 442,200,000	$ 423,300,000

Consolidated Statements of Shareholders' Equity (USD $) In Thousands, unless otherwise specified	Total	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock	Accumulated Other Comprehensive Income (Loss)	Comprehensive Income
Balance at Feb. 28, 2009	$ 3,000,454	$ 3,147	$ 878,568	$ 4,154,921	$ (2,031,642)	$ (4,540)	
Balance (in shares) at Feb. 28, 2009		314,678			(54,977)		
Comprehensive Income (Loss):							
Net earnings	600,033			600,033			600,033
Change in temporary impairment of auction rate securities, net of taxes	325					325	325
Pension adjustment, net of taxes	1,260					1,260	1,260
Currency translation adjustment	3,683					3,683	3,683
Comprehensive Income	605,301						605,301
Shares sold under employee stock option plans, net of taxes	96,476	45	96,431				
Shares sold under employee stock option plans, net of taxes (in shares)		4,503					
Issuance of restricted shares, net		14	(14)				
Issuance of restricted shares, net (in shares)		1,369					
Stock-based compensation expense, net	45,411		45,411				
Director fees paid in stock	119		119				
Director fees paid in stock (in shares)		3					
Repurchase of common stock, including fees	(94,857)				(94,857)		
Repurchase of common stock, including fees (in shares)	(2,678)				(2,678)		
Balance at Feb. 27, 2010	3,652,904	3,206	1,020,515	4,754,954	(2,126,499)	728	
Balance (in shares) at Feb. 27, 2010		320,553			(57,655)		
Comprehensive Income (Loss):							
Net earnings	791,333			791,333			791,333
Change in temporary impairment of auction rate securities, net of taxes	(663)					(663)	(663)
Pension adjustment, net of taxes	343					343	343

Currency translation adjustment	4,692					4,692	4,692
Comprehensive Income	795,705						795,705
Shares sold under employee stock option plans, net of taxes	125,096	38	125,058				
Shares sold under employee stock option plans, net of taxes (in shares)		3,804					
Issuance of restricted shares, net		9	(9)				
Issuance of restricted shares, net (in shares)		863					
Stock-based compensation expense, net	45,465		45,465				
Director fees paid in stock	94		94				
Director fees paid in stock (in shares)		2					
Repurchase of common stock, including fees	(687,605)				(687,605)		
Repurchase of common stock, including fees (in shares)	(15,901)				(15,901)		
Balance at Feb. 26, 2011	3,931,659	3,253	1,191,123	5,546,287	(2,814,104)	5,100	
Balance (in shares) at Feb. 26, 2011		325,222			(73,556)		
Comprehensive Income (Loss):							
Net earnings	989,537			989,537			989,537
Change in temporary impairment of auction rate securities, net of taxes	(297)					(297)	(297)
Pension adjustment, net of taxes	(4,596)					(4,596)	(4,596)
Currency translation adjustment	(2,086)					(2,086)	(2,086)
Comprehensive Income	982,558						982,558
Shares sold under employee stock option plans, net of taxes	179,592	46	179,546				
Shares sold under employee stock option plans, net of taxes (in shares)		4,645					
Issuance of restricted shares, net		7	(7)				
Issuance of restricted shares, net (in shares)		706					
Stock-based compensation expense, net	46,501		46,501				
Director fees paid in stock	174		174				
Director fees paid in stock (in shares)		3					

Repurchase of common stock, including fees	(1,217,956)				(1,217,956)	
Repurchase of common stock, including fees (in shares)	(21,505)				(21,505)	
Balance at Feb. 25, 2012	$ 3,922,528	$ 3,306	$ 1,417,337	$ 6,535,824	$ (4,032,060)	$ (1,879)
Balance (in shares) at Feb. 25, 2012		330,576			(95,061)	

FAIR VALUE MEASUREMENTS	12 Months Ended Feb. 25, 2012

4. FAIR VALUE MEASUREMENTS

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., “the exit price”) in an orderly transaction between market participants at the measurement date. In determining fair value, the Company uses various valuation approaches, including quoted market prices and discounted cash flows. The hierarchy for inputs used in measuring fair value maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs that market participants would use in pricing the asset or liability developed based on market data obtained from independent sources. Unobservable inputs are inputs that reflect a company’s judgment concerning the assumptions that market participants would use in pricing the asset or liability developed based on the best information available under the circumstances. The fair value hierarchy is broken down into three levels based on the reliability of inputs as follows:

• Level 1 — Valuations based on quoted prices in active markets for identical instruments that the Company is able to access. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these products does not entail a significant degree of judgment.

• Level 2 — Valuations based on quoted prices in active markets for instruments that are similar, or quoted prices in markets that are not active for identical or similar instruments, and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets.

• Level 3 — Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

As of February 25, 2012, the Company’s financial assets utilizing Level 1 inputs include long term investment securities traded on active securities exchanges. The Company did not have any financial assets utilizing Level 2 inputs. Financial assets utilizing Level 3 inputs included short term and long term investments in auction rate securities consisting of preferred shares of closed end municipal bond funds (See “Investment Securities,” Note 5).

To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the Company’s degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an asset or liability must be classified in its entirety based on the lowest level of input that is significant to the measurement of fair value.

Valuation techniques used by the Company must be consistent with at least one of the three possible approaches: the market approach, income approach and/or cost approach. The Company’s Level 1 valuations are based on the market approach and consist primarily of quoted prices for identical items on active securities exchanges. The Company’s Level 3 valuations of auction rate securities are based on the income approach, specifically, discounted cash flow analyses which utilize significant inputs based on the Company’s estimates and assumptions. Inputs include current coupon rates and expected maturity dates.

The following table presents the valuation of the Company’s financial assets as of February 25, 2012 measured at fair value on a recurring basis by input level:

(in millions)	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)	Total
Short term - available-for-sale securities:			
Auction rate securities	$ —	$ 6.5	$ 6.5
Long term - available-for-sale securities:			
Auction rate securities	—	73.7	73.7
Long term - trading securities:			
Nonqualified deferred compensation plan assets	22.1	—	22.1
Total	$ 22.1	$ 80.2	$ 102.3

The following table presents the changes in the Company's financial assets that are measured at fair value on a recurring basis using significant unobservable inputs (Level 3):

(in millions)	Auction Rate Securities
Balance on February 26, 2011, net of temporary valuation adjustment	$ 109.7
Change in temporary valuation adjustment included in accumulated other comprehensive (loss) income	(0.5)
Redemptions at par	(29.0)
Balance on February 25, 2012, net of temporary valuation adjustment	$ 80.2

Subsequent to the end of fiscal 2011 through April 13, 2012, the Company additionally redeemed approximately $6.5 million of short term available-for-sale securities at par.

STOCK-BASED COMPENSATION (Tables)	12 Months Ended Feb. 25, 2012

STOCK-BASED COMPENSATION

Schedule of the assumptions used to estimate the Black-Scholes fair value of stock options granted

Black-Scholes Valuation Assumptions (1)	FISCAL YEAR ENDED February 25, 2012	February 26, 2011	February 27, 2010
Weighted Average Expected Life (in years) (2)	**6.2**	6.1	6.3
Weighted Average Expected Volatility (3)	**30.59%**	33.70%	40.39%
Weighted Average Risk Free Interest Rates (4)	**2.34%**	2.56%	2.45%
Expected Dividend Yield	**—**	—	—

(1) Forfeitures are estimated based on historical experience.
(2) The expected life of stock options is estimated based on historical experience.
(3) Expected volatility is based on the average of historical and implied volatility. The historical volatility is determined by observing actual prices of the Company's stock over a period commensurate with the expected life of the awards. The implied volatility represents the implied volatility of the Company's call options, which are actively traded on multiple exchanges, had remaining maturities in excess of twelve months, had market prices close to the exercise prices of the employee stock options and were measured on the stock option grant date.
(4) Based on the U.S. Treasury constant maturity interest rate whose term is consistent with the expected life of the stock options.

Schedule of changes in the Company's stock options

(Shares in thousands)	Number of Stock Options	Weighted Average Exercise Price
Options outstanding, beginning of period	10,135	$ 37.08
Granted	519	56.19
Exercised	(4,645)	36.79
Forfeited or expired	(11)	36.80
Options outstanding, end of period	5,998	$ 38.96
Options exercisable, end of period	4,004	$ 37.84

Schedule of changes in the Company's restricted stock

(Shares in thousands)	Number of Restricted Shares	Weighted Average Grant-Date Fair Value
Unvested restricted stock, beginning of period	4,575	$ 35.58
Granted	901	56.03
Vested	(860)	35.90
Forfeited	(195)	38.83
Unvested restricted stock, end of period	4,421	$ 39.54

PROVISION FOR INCOME TAXES (Details) (USD $)	3 Months Ended								12 Months Ended		
	Feb. 25, 2012	Nov. 26, 2011	Aug. 27, 2011	May 28, 2011	Feb. 26, 2011	Nov. 27, 2010	Aug. 28, 2010	May 29, 2010	Feb. 25, 2012	Feb. 26, 2011	Feb. 27, 2010
Current:											
Federal									$ 475,280,000	$ 426,956,000	$ 346,875,000
State and local									74,438,000	90,689,000	61,080,000
Total current income tax expense (benefit)									549,718,000	517,645,000	407,955,000
Deferred:											
Federal									28,695,000	(7,698,000)	(17,851,000)
State and local									1,538,000	(8,302,000)	(4,882,000)
Total deferred income tax expense (benefit)									30,233,000	(16,000,000)	(22,733,000)
Provision for income taxes	202,763,000	127,874,000	140,392,000	108,922,000	179,282,000	118,532,000	115,474,000	88,357,000	579,951,000	501,645,000	385,222,000
Deferred income tax asset, net, current	209,400,000				189,100,000				209,400,000	189,100,000	
Deferred income tax asset, net, noncurrent	43,700,000				90,900,000				43,700,000	90,900,000	
Deferred tax assets:											
Inventories	33,058,000				26,151,000				33,058,000	26,151,000	
Deferred rent and other rent credits	78,292,000				75,007,000				78,292,000	75,007,000	
Insurance	53,607,000				51,906,000				53,607,000	51,906,000	
Stock-based compensation	37,633,000				48,743,000				37,633,000	48,743,000	
Merchandise credits and gift card liabilities	12,376,000				29,043,000				12,376,000	29,043,000	
Accrued expenses	80,012,000				86,927,000				80,012,000	86,927,000	
Other	47,422,000				33,616,000				47,422,000	33,616,000	
Deferred tax liabilities:											
Depreciation	(25,510,000)				(18,991,000)				(25,510,000)	(18,991,000)	
Goodwill	(36,590,000)				(31,213,000)				(36,590,000)	(31,213,000)	
Other	(27,228,000)				(21,152,000)				(27,228,000)	(21,152,000)	
Total net deferred income tax assets	$ 253,072,000				$ 280,037,000				$ 253,072,000	$ 280,037,000	

Schedule II - Valuation and Qualifying Accounts	12 Months Ended Feb. 25, 2012

Schedule II - Valuation and Qualifying Accounts

Schedule II - Valuation and Qualifying Accounts

Bed Bath & Beyond Inc. and Subsidiaries

Schedule II - Valuation and Qualifying Accounts
Fiscal Years Ended February 25, 2012, February 26, 2011, and February 27, 2010
(amounts in millions)

Column A Description	Column B Balance at Beginning of Period	Column C Additions Charged to Income	Column C Additions Charged to Other Accounts	Column D Adjustments and/or Deductions	Column E Balance at End of Period
Sales Returns and Allowance					
Year Ended:					
February 25, 2012	$ 32.4	$ 593.4	$ —	$ 588.2	$ 37.6
February 26, 2011	29.0	545.7	—	542.3	32.4
February 27, 2010	17.8	504.7	—	493.5	29.0