

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

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2	2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Tilzer Brian A				]	BEST BUY CO INC [ BBY ]												
(Last) (First) (Middle)				3	3. Date of Earliest Transaction (MM/DD/YYYY)							Director10% Owner					
												X Officer (give title below) Other (specify below)					
7601 PENN AVENUE S.					3/9/2020							Chief Digital & Tech Officer					
(Street)				4	4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)					
RICHFIELD, MN 55423 (City) (State) (Zip)												X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table I -	Non-D	erivati	ive Sec	urities A	Acq	uired, Di	sposed o	f, or	Bei	neficially Owne	ed			
1.Title of Security (Instr. 3) 2. Trans. Da		ns. Date	2A. Deemed Execution Date, if any		(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			r	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. 7. Nature Ownership Form: Beneficial			
							Code	V	Amoun	(A) or (D)	Pri	ice					Ownership (Instr. 4)
Common Stock			3/9/	2020			A		5577.0000	<u>(1)</u> A	\$0.0	000	218	19.0000 (2)		D	
	Tab	le II - Dei	rivative Se	curiti	es Beno	eficially	Owned	d ( <i>e</i>	e.g., puts,	calls, wa	rran	ıts,	options, conver	tible secu	ırities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	4. Trai (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date				Underlying e Security	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned	Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Cod	e V	(A)	(D)		Date Exercisable	Expiration Date	Title	Am Sha	nount or Number of		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

#### **Explanation of Responses:**

- (1) Represents restricted shares earned pursuant to an award approved by the Issuer on March 20, 2019, which was subject to achievement of positive adjusted net earnings as of the end of any fiscal year during the term of the award (the 'Performance Condition'). Satisfaction of the Performance Condition was approved by the Compensation and Human Resources Committee of the Board of Directors on March 9, 2020. The restricted shares will vest in three equal annual installments beginning March 20, 2020.
- (2) This number reflects a periodic acquisition of shares under a dividend reinvestment plan exempt from reporting under Section 16b-3(c).

#### Remarks:

updatedtilzerpoa.txt

### **Reporting Owners**

reporting Owners									
Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Tilzer Brian A									
7601 PENN AVENUE S.			Chief Digital & Tech Officer						
RICHFIELD, MN 55423									

#### **Signatures**

/s/ Hannah G. Olson, Attorney-in-fact

\*\*Signature of Reporting Person

Date

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

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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

#### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that I, Brian A. Tilzer, hereby constitute and appoint Todd G. Hartman, Eric Halverson and Hannah G. Olson and each of them, my true and lawful attorneys-in-fact and agents, each acting alone, with full powers of substitution and resubstitution for me and in my name, place and stead, to sign any reports on Form 3 (Initial Statement of Beneficial Ownership of Securities), Form 4 (Statement of Changes in Beneficial Ownership of Securities) and Form 5 (Annual Statement of Changes in Beneficial Ownership) relating to transactions by me in Common Stock or other securities of Best Buy Co., Inc., and all amendments thereto, and to file the same, with the Securities and Exchange Commission and the New York Stock Exchange, Inc., granting unto said attorneys-in-fact and agents, and each of them, or their substitutes, full power and authority to do and perform each and every act and thing requisite or necessary to be done, as fully to all intents and purposes as I might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, or their substitutes, may lawfully do or cause to be done by virtue hereof. This Power of Attorney shall be effective until such time as I deliver a written revocation thereof to my above-named attorneys-in-fact and agents.

Dated: 9/4/19

/s/ Brian A. Tilzer