

BED BATH & BEYOND INC  
Form 8-K  
April 10, 2017

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of Report (Date of earliest event reported) April 5, 2017**

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

**New York**  
**(State or other jurisdiction**  
  
**of incorporation)**

**0-20214**  
**(Commission**  
  
**File Number)**  
**650 Liberty Avenue**

**11-2250488**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**Union, New Jersey 07083**

**(Address of principal executive offices) (Zip code)**

**(908) 688-0888**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On April 5, 2017, Geraldine T. Elliott, a director of Bed Bath & Beyond Inc. (the Company), notified the Board of Directors of the Company (the Board) of her decision not to stand for reelection as a director nominee at the Company's 2017 Annual Meeting of Shareholders (the 2017 Annual Meeting). Ms. Elliott will continue to serve on the Board through the end of her term, which will occur at the end of the 2017 Annual Meeting. Ms. Elliott's decision not to seek reelection was not the result of any disagreement with the Company.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BED BATH & BEYOND INC.**

(Registrant)

Date: April 10, 2017

By: */s/ Susan E. Lattmann*

Susan E. Lattmann

Chief Financial Officer and Treasurer

(Principal Financial and Accounting Officer)