

BOOKS A MILLION INC
Form 4
July 18, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ANDERSON CLYDE B

(Last) (First) (Middle)
BOOKS A MILLION INC, 402
INDUSTRIAL LANE
(Street)

BIRMINGHAM, AL 35211

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BOOKS A MILLION INC [BAMM]

3. Date of Earliest Transaction
(Month/Day/Year)
07/16/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman / See remarks below.

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.01 par value per share	07/16/2012		J		1,591,739	A (1)	\$ 3.15 (2)	1,834,786	D	
Common Stock, \$0.01 par value per share	07/16/2012		J		1,591,739	D (1)	\$ 3.15 (2)	0	I	By the Clyde B. Anderson 2012 GRAT
Common Stock,								46,000	I	By The Clyde and

Edgar Filing: BOOKS A MILLION INC - Form 4

been transferred by the reporting person to the GRAT, in exchange for assets of equal value. As a result, these 1,591,739 shares of the Common Stock are now beneficially directly owned by the reporting person.

- (2) For purposes of the transaction described herein, the price was determined by calculating the average of the high (\$3.19) and low (\$3.12) trading prices on July 16, 2012, the effective day of the transaction.

Remarks:

The reporting person may be deemed to be a member of a "group" (within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934).

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

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