

BUILD A BEAR WORKSHOP INC

Form 4

May 26, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Gould James M

2. Issuer Name **and** Ticker or Trading  
Symbol  
BUILD A BEAR WORKSHOP INC  
[BBW]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
312 WALNUT STREET, SUITE  
1151

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/20/2005

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

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

CINCINNATI, OH 45202

(City) (State) (Zip)

**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 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 Beneficial Ownership (Instr. 4)
Common Stock	05/24/2005		J <sup>(1)</sup>	V 5 A <u>(2)</u>	261	D	
Common Stock	05/24/2005		J <sup>(1)</sup>	V 640 A <u>(2)</u>	3,711	I	Gould Venture Group V, LLC <sup>(3)</sup>
Common Stock	05/24/2005		J <sup>(1)</sup>	V 70,698 A <u>(2)</u>	70,698	I	Walnut Investment Holding Co., LLC <sup>(3)</sup>

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Common Stock	05/24/2005	J <sup>(1)</sup>	V	406,833	D	<u>(2)</u>	0	I	Walnut Investment Partners, L.P.
Common Stock	05/20/2005	J <sup>(4)</sup>	V	418,698	D	<u>(2)</u>	0	I	Walnut Capital Management, LLC <sup>(3)</sup>
Common Stock	05/20/2005	J <sup>(4)</sup>	V	40,546	A	<u>(2)</u>	40,546	I	Gould Venture Group IV, Ltd. <sup>(3)</sup>

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

**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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Gould James M 312 WALNUT STREET, SUITE 1151 CINCINNATI, OH 45202	X

## Signatures

/s/ John Burtelow, Attorney-in-fact for James M. Gould  
05/26/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).  
Portfolio distribution by Walnut Investment Partners, L.P. of (1) 5 shares to the reporting person, a limited partner, (2) 640 shares to  
(1) Gould Venture Group V, LLC, a limited partner, and (3) 70,698 shares to Walnut Investment Holding Co., LLC, the general partner and a limited partner of Walnut Investment Partners, L.P.  
(2) Price is not applicable to distributions and acquisitions of portfolio securities.  
(3) The reporting person is the Manager of each of these entities.  
(4) Distribution by Walnut Capital Management, LLC of 40,546 shares of Gould Venture Group IV, Ltd., a member.

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

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