

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Cohen Ryan</u> <hr/> (Last) (First) (Middle) PO BOX 25250 PMB 30427 <hr/> (Street) MIAMI FL 33102 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BED BATH & BEYOND INC [BBBY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Footnote 1
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/16/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		446,399	D	\$18.6848 ⁽³⁾	7,333,601	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		812,448	D	\$19.4817 ⁽⁴⁾	6,521,153	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		1,443,818	D	\$20.7834 ⁽⁵⁾	5,077,335	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		1,059,021	D	\$21.4209 ⁽⁶⁾	4,018,314	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		795,559	D	\$22.7093 ⁽⁷⁾	3,222,755	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		169,335	D	\$23.3293 ⁽⁸⁾	3,053,420	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		103,901	D	\$24.8685 ⁽⁹⁾	2,949,519	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		104,077	D	\$25.5918 ⁽¹⁰⁾	2,845,442	I	By RC Ventures LLC ⁽²⁾
Common Stock, \$.01 par value ⁽¹⁾	08/16/2022		s		65,442	D	\$26.2713 ⁽¹¹⁾	2,780,000	I	By RC Ventures LLC ⁽²⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
Cohen Ryan

(Last) (First) (Middle)

PO BOX 25250

PMB 30427

(Street)

MIAMI

FL

33102

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

RC Ventures LLC

(Last) (First) (Middle)

PO BOX 25250

PMB 30427

(Street)

MIAMI

FL

33102

(City)

(State)

(Zip)

Explanation of Responses:

1. This Form 4 is filed jointly by RC Ventures LLC ("RC Ventures") and Ryan Cohen ("Mr. Cohen" and together with RC Ventures, the "Reporting Persons"). The Reporting Persons previously may have been deemed members of a Section 13(d) group that no longer beneficially owns more than 10% of the Issuer's outstanding shares of Common Stock ("Shares"). Each Reporting Person disclaims beneficial ownership of the securities of the Issuer reported herein except to the extent of his or its pecuniary interest therein, and this report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
2. Securities of the Issuer owned directly by RC Ventures. Mr. Cohen, as the Manager of RC Ventures, may be deemed to beneficially own the securities of the Issuer which are owned directly by RC Ventures.
3. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$18.0600 to \$19.0500, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
4. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$19.0600 to \$20.0100, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
5. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$20.1200 to \$21.1100, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
6. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$21.1200 to \$22.1100, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
7. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$22.1300 to \$23.1200, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
8. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$23.1300 to \$23.8400, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
9. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$24.1500 to \$25.1400, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
10. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$25.1500 to \$26.0600, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.
11. Represents a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$26.1500 to \$26.4500, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote.

/s/ Ryan Cohen

08/18/2022

RC Ventures LLC, By: /s/

Ryan Cohen, Manager

08/18/2022

** 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 Number.