

Fishman Steven S
 Form 4
 March 21, 2012

FORM 4

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

OMB APPROVAL

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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, 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 *
 Fishman Steven S

(Last) (First) (Middle)
 300 PHILLIPI ROAD
 (Street)

COLUMBUS, OH 43228

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 BIG LOTS INC [BIG]

3. Date of Earliest Transaction (Month/Day/Year)
 03/20/2012

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)
 Chairman, CEO & President

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 Beneficial Ownership (Instr. 4)
Common Stock	03/20/2012		M	V Amount (A) or (D) Price \$ 28.73	552,500	D	
Common Stock	03/20/2012		M	V Amount (A) or (D) Price \$ 21.06	717,500	D	
Common Stock	03/20/2012		S	V Amount (A) or (D) Price \$ 45.23 (1)	490,000	D	
Common Stock					353,933	I	By grantor retained annuity

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On November 17, 2010, the reporting person contributed 210,058 shares of BIG common stock to a grantor retained annuity trust for the benefit of himself and his heirs and, on July 14, 2011, the reporting person contributed 143,875 shares of BIG common stock to a grantor retained annuity trust for the benefit of himself and his heirs.

(3) The date upon which the Stock Purchase Option became fully exercisable.

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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