

Kroll Teresa  
Form 3/A  
November 04, 2004

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

Â Kroll Teresa

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

10/27/2004

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

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner

☒ Officer \_\_\_\_ Other  
(give title below) (specify below)

Chief Marketing Bear

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

10/29/2004

C/O BUILD-A-BEAR  
WORKSHOP, INC.,Â 1954  
INNERBELT BUSINESS  
CENTRE DRIVE

(Street)

ST. LOUIS,Â MOÂ 63114

(City)

(State)

(Zip)

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 Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not  
required to respond unless the form displays a  
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative  
Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

4. Conversion  
or Exercise  
Price of  
Derivative

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	09/10/2001 <sup>(1)</sup>	09/10/2011	Common Stock	20,000	\$ 6.1	D	Â
Employee Stock Option (right to buy)	04/24/2004 <sup>(2)</sup>	04/24/2013	Common Stock	20,000	\$ 9.1	D	Â
Employee Stock Option (right to buy)	03/16/2005 <sup>(2)</sup>	03/16/2014	Common Stock	20,000	\$ 8.78	D	Â
Series A-5 Convertible Preferred Stock	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	4,154	\$ <sup>(4)</sup>	I	Clark/Fox, L.L.C.
Series B-4 Convertible Preferred Stock	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	4,816	\$ <sup>(5)</sup>	I	Clark/Fox, L.L.C.
Series D-1 Convertible Preferred Stock	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	1,465	\$ <sup>(6)</sup>	I	Clark/Fox, L.L.C.
Series D-2 Convertible Preferred Stock	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	1,701	\$ <sup>(7)</sup>	I	Clark/Fox, L.L.C.

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kroll Teresa C/O BUILD-A-BEAR WORKSHOP, INC. 1954 INNERBELT BUSINESS CENTRE DRIVE ST. LOUIS, MO 63114	Â	Â	Â Chief Marketing Bear	Â

## Signatures

/s/ Tina Klocke, Attorney-in-fact for Teresa Kroll 11/02/2004

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The options vest 20% each year beginning on the date specified. All options will automatically vest upon the consummation of the Company's initial public offering.
- (2) The options vest 25% each year beginning on the date specified. All options will automatically vest upon the consummation of the Company's initial public offering.
- (3) Convertible upon demand. All shares of preferred stock will convert automatically upon consummation of the Company's initial public offering.
- (4) 1.303334-to-1.
- (5) 1-to-1.

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(6) 1.200083-to-1.

(7) 1.88825-to-1.

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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