

BURLINGTON COAT FACTORY WAREHOUSE CORP  
 Form 4  
 May 20, 2005

**FORM 4**

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

OMB APPROVAL

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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 \*  
 LAUB JEFFREY

2. Issuer Name and Ticker or Trading Symbol  
 BURLINGTON COAT FACTORY WAREHOUSE CORP [BCF]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 C/O BURLINGTON COAT FACTORY WAREHOUSE CO, 1830 ROUTE 130  
 (Street)

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

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Controller

BURLINGTON, NJ 08016  
 (City) (State) (Zip)

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

**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, \$1.00 Par Value  | 05/20/2005                           |  | M <sup>(1)</sup>               |   | 1,000   | A  | \$ 16.28  |
| Common Stock, \$1.00 Par Value  | 05/20/2005                           |  | S                              |   | 1,000   | D  | \$ 28.90  |
| Common Stock,                   | 05/20/2005                           |  | M <sup>(1)</sup>               |   | 1,200   | A  | \$ 16.84  |

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|                                |            |                         |       |   |          |            |  |   |                |
|--------------------------------|------------|-------------------------|-------|---|----------|------------|--|---|----------------|
| \$1.00 Par Value               |            |                         |       |   |          |            |  |   |                |
| Common Stock, \$1.00 Par Value | 05/20/2005 | S                       | 1,200 | D | \$ 28.90 | <u>(2)</u> |  | D |                |
| Common Stock, \$1.00 Par Value | 05/20/2005 | <u>M</u> <sup>(1)</sup> | 2,800 | A | \$ 15.44 | <u>(2)</u> |  | D |                |
| Common Stock, \$1.00 Par Value | 05/20/2005 | S                       | 2,800 | D | \$ 28.90 | 0          |  | D |                |
| Common Stock, \$1.00 Par Value |            |                         |       |   |          | 635        |  | I | By 401(k) Plan |

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.**

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   |                            |
| Employee Stock Option                      | \$ 16.28   | 05/20/2005                           |  | <u>M</u> <sup>(1)</sup>        | 1,000   | 03/20/1998 03/20/2008                                    | Common Stock, \$1.00 Par Value                                | 1,000                      |
| Employee Stock Option                      | \$ 16.84   | 05/20/2005                           |  | <u>M</u> <sup>(1)</sup>        | 1,200   | 08/27/1999 08/27/2009                                    | Common Stock, \$1.00 Par                                      | 1,200                      |

|          |          |            |  |                  |       |            |            | Value      |
|----------|----------|------------|--|------------------|-------|------------|------------|------------|
| Employee |          |            |  |                  |       |            |            | Common     |
| Stock    | \$ 15.44 | 05/20/2005 |  | M <sup>(1)</sup> | 2,800 | 01/24/2002 | 01/24/2012 | Stock,     |
| Option   |          |            |  |                  |       |            |            | \$1.00 Par |
|          |          |            |  |                  |       |            |            | Value      |
|          |          |            |  |                  |       |            |            | 2,800      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |            |       |
|--|---------------|-----------|------------|-------|
|  | Director      | 10% Owner | Officer    | Other |
| LAUB JEFFREY<br>C/O BURLINGTON COAT FACTORY WAREHOUSE CO<br>1830 ROUTE 130<br>BURLINGTON, NJ 08016 |               |           | Controller |       |

## Signatures

/s/ Jeffrey Laub                      05/20/2005

\_\_\_\_\_  
\*\*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).
- (1) Exempt pursuant to Rule 16b-6(b).
- (2) The aggregate number of securities beneficially owned directly by the reporting person following the reported transaction is shown in row 6 on Table I.

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.