

STARBUCKS CORP
Form 4
February 27, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
COLES MARTIN

(Last) (First) (Middle)
2401 UTAH AVENUE
SOUTH, SUITE 800
(Street)

SEATTLE, WA 98134

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STARBUCKS CORP [SBUX]

3. Date of Earliest Transaction
(Month/Day/Year)
02/23/2006

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)
president, International

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 | 02/23/2006 | | M | V | 100,000 | A | \$ 19.6 (1) 106,656 (2) | D |
| Common Stock | 02/23/2006 | | S | | 5,000 | D | \$ 36.55 101,656 | D |
| Common Stock | 02/23/2006 | | S | | 10,000 | D | \$ 36.56 91,656 | D |
| Common Stock | 02/23/2006 | | S | | 5,000 | D | \$ 36.57 86,656 | D |
| Common Stock | 02/23/2006 | | S | | 15,000 | D | \$ 36.58 71,656 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|--------|---|
| Common Stock | 02/23/2006 | S | 5,000 | D | \$ 36.59 | 66,656 | D |
| Common Stock | 02/23/2006 | S | 10,000 | D | \$ 36.61 | 56,656 | D |
| Common Stock | 02/23/2006 | S | 5,000 | D | \$ 36.63 | 51,656 | D |
| Common Stock | 02/23/2006 | S | 5,000 | D | \$ 36.64 | 46,656 | D |
| Common Stock | 02/23/2006 | S | 10,000 | D | \$ 36.66 | 36,656 | D |
| Common Stock | 02/23/2006 | S | 5,000 | D | \$ 36.68 | 31,656 | D |
| Common Stock | 02/23/2006 | S | 5,000 | D | \$ 36.7 | 26,656 | D |
| Common Stock | 02/23/2006 | S | 5,000 | D | \$ 36.72 | 21,656 | D |
| Common Stock | 02/23/2006 | S | 15,000 | D | \$ 36.73 | 6,656 | D |

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

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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) |
|------------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Employee (Non Qualified) Stock Option (right to buy) | \$ 19.6 ⁽¹⁾ | 02/23/2006 | | M | 100,000 ⁽¹⁾ | ⁽³⁾ 04/12/2014 | Common Stock 100,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------------|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| COLES MARTIN 2401 UTAH AVENUE SOUTH SUITE 800 SEATTLE, WA 98134 | | | president, International | |

Signatures

| | |
|--------------------------------------------------------------|------------|
| Martin Coles, by Andrew M. Paalborg, his Attorney-in-fact | 02/27/2006 |
| **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) On October 21, 2005, the Common Stock of Starbucks Corporation split 2-for-1. The share amounts and prices reported have been adjusted to reflect this split.
- (2) Includes 806 shares acquired on December 31, 2004, 642 shares acquired on March 31, 2005, and 208 shares acquired on June 30, 2005 under the Starbucks Corporation Employee Stock Purchase Plan.
- (3) Options become exercisable in increments of 100,000 shares on April 12 of 2005, 2006, 2007 and 2008.

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.