

LINENS N THINGS INC

Form 4

February 16, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CODER F DAVID

(Last) (First) (Middle)

C/O LINENS 'N THINGS, INC., 6
BRIGHTON ROAD

(Street)

CLIFTON, NJ 07015

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
LINENS N THINGS INC [LIN]

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Sr. V. P., Store Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock, par value \$0.01 per share	02/14/2006		D		358 ⁽¹⁾	D \$ 28 ₍₂₎ 0	D

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.**

SEC 1474
(9-02)

Edgar Filing: LINENS N THINGS INC - Form 4

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)		8. Pr Deriv Secu (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 25.02	02/14/2006		D	50,000	(3)	(3)	Common Stock	50,000	\$ 2.
Stock Options (Right to Buy)	\$ 27.58	02/14/2006		D	50,000	(5)	(5)	Common Stock	50,000	\$ 0.
Stock Options (Right to Buy)	\$ 23.54	02/14/2006		D	30,000	(6)	(6)	Common Stock	30,000	\$ 4.
Stock Options (Right to Buy)	\$ 23.54	02/14/2006		D	10,000	(7)	(7)	Common Stock	10,000	\$ 4.
Stock Options (Right to Buy)	\$ 18.81	02/14/2006		D	7,500	(8)	(8)	Common Stock	7,500	\$ 9.
Stock Options (Right to Buy)	\$ 21.44	02/14/2006		D	10,000	(9)	(9)	Common Stock	10,000	\$ 6.
Stock Options (Right to Buy)	\$ 31	02/14/2006		D	10,000	(10)	(10)	Common Stock	10,000	\$ 0
Stock Options (Right to Buy)	\$ 30.65	02/14/2006		D	10,000	(11)	(11)	Common Stock	10,000	\$ 0
	\$ 30.65	02/14/2006		D	5,000	(12)	(12)		5,000	\$ 0

Edgar Filing: LINENS N THINGS INC - Form 4

Options are exercisable in one-third increments on November 25, 2002, November 25, 2003 and November 25, 2004. Options expire on November 26, 2009.

(11) Options are exercisable in one-third increments on November 24, 2001, November 24, 2002 and November 24, 2003. Options expire November 25, 2008.

(12) All options are presently exercisable. Options expire November 25, 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.