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**Barnes & Noble Launches NOOK[®] HD and NOOK HD+,
Lightest and Highest-Resolution 7-Inch HD Tablet
and World's Lightest Full HD Tablet**

**Incredible Reading and Entertainment Like Never Seen Before
on 7- and 9-Inch Tablets**

**Designed for Both Personal Use and the Whole Family to Share
– Like Having Multiple Devices in One**

**NOOK HD Offers World's Highest Resolution Display Ever
on a 7-Inch Media Tablet
Starting at Only \$199**

**NOOK HD+ is Lightest, Lowest-Priced Full HD Tablet Ever
Starting at Only \$269**

Unbeatable Values for Top Quality Tablets and No Distracting Ads

**Coming to the US and UK This Fall;
Pre-Order Starting Today at NOOK.com and Barnes & Noble Stores**

New York, New York – September 26, 2012 –Barnes & Noble, Inc. (NYSE: BKS), the leading retailer of content, digital media and educational products, today introduced NOOK HD and NOOK HD+, the lightest HD and full HD tablets. The super-fast and lightweight 7-inch NOOK HD and 9-inch NOOK HD+ feature must-see displays for superior reading and entertainment and an instantly personalized tablet experience for each family member. In fact, NOOK HD boasts the world's highest-resolution ever on a 7-inch tablet and NOOK HD+ rivals the industry-leading tablet's display. Starting at the low prices of \$199 for NOOK HD and \$269 for NOOK HD+, nearly half the cost of the leading large-format tablet, both products deliver an amazing value for customers, with no annoying ads. With more than three million books, a large selection of magazines and apps, and now with newly launched NOOK Video[™] and NOOK Catalog[™] content, NOOK HD and NOOK HD+ offer virtually endless reading and entertainment at customers' fingertips. Both are available for pre-order at www.nook.com and Barnes & Noble stores for customers to enjoy beginning in early November.

The fantastic new 7-inch NOOK HD and 9-inch NOOK HD+ are packed with favorite tablet features that the whole family will love:

A Personalized Tablet Experience for Both Individuals and Families

According to research by Barnes & Noble, more than 50 percent of tablet owners share their devices with others in their family every day. Half also say they would never let their child handle their device unattended. Not surprising, given that more than a third of tablet owners report having content on their devices they don't want anyone else to see. NOOK HD and NOOK HD+ are designed precisely to provide a personalized experience for individuals and their family members, allowing children to freely enjoy all the content they love without happening upon all that mom and dad would rather they didn't see. New NOOK Profiles™ instantly transform the device in hand to any family member's very own tablet. With a quick tap on a profile at the top of the screen, the entire experience magically changes into that family member's personal tablet as their own content – and personalized recommendations – appear on the display. Now mom's NOOK becomes Billy's NOOK, becomes dad's NOOK and so on. In a blink, one device is like four, five or six. Adults can use their personal passwords to easily access their books, magazines, videos, apps and more. Children can dive into their collection of digital picture books, learning apps and kid-friendly videos, while tweens and teens can access their chapter books, magazines, games and favorite TV shows. Enhanced controls with simple settings and password features empower parents to easily manage their children's access to the Web, content and shopping.

Must-Have Tablet Features

The new NOOK HD and NOOK HD+ are optimized to deliver unparalleled experiences in the areas that company research showed NOOK tablet owners use most: reading, Web, video and email. The reading experience is unmatched, offering beautifully rendered text, magazines in spectacular HD and lightning fast page turns. Thanks to top-end processors, the newly designed Web browser in NOOK HD and NOOK HD+ is super-fast, making it simple and smooth to surf favorite sites with a tap, pinch and zoom. New to the Web, ArticleView™ allows you to customize your online reading experience. Both NOOK HD and NOOK HD+ offer access to a collection of popular movies and TV shows through new NOOK Video. And an all-new built-in email app offers new features in an easy-to-use, clean format that supports a host of popular personal and work-related email services including Microsoft® Exchange ActiveSync.

NOOK HD – The Most Exceptional Reading and Entertainment Experience in a 7-Inch Tablet

Best 7-Inch Display: NOOK HD includes a newly invented, brilliant display that delivers the highest quality text, graphics and video experience in a 7-inch media tablet. Packed with pixels, every book read, every movie watched, every game played is rendered in a digital quality never before seen. NOOK HD offers the highest-resolution display ever on a 7-inch tablet at 1440 x 900, with an unprecedented 243 pixels per inch and HD video playback of up to 720p. It's ultra-sharp with 25 percent more pixels than Kindle Fire HD for a better overall viewing experience. Building on the highly advanced laminated displays first seen in the 7-inch category on previous NOOK LCD products, NOOK HD features the most advanced IPS display coupled with world-class optical bonding technology with no air gap to deliver low-glare and a wide viewing angle for sharing.

Super-Light and a Joy to Hold: Weight matters, and no other leading 7-inch HD tablet is lighter than NOOK HD. By developing a breakthrough design that integrates the display into the device itself, Barnes & Noble eliminated many components to keep NOOK HD super-light, yet durable. At only 11.1 ounces (315 grams) and just 5-inches wide, it's more than 20 percent lighter and nearly a half-inch narrower than Kindle Fire HD. So, it fits the hand beautifully and is finished with soft-touch paint that makes it comfortable for even a young child to hold. NOOK HD is ergonomically contoured for comfort and slips easily into a men's suit coat, a woman's handbag or a child's backpack.

Lightning Fast: Armed with a dual-core 1.3GHz high-speed processor, NOOK HD is lightning fast, highly responsive and smooth. With its more powerful processor, it's not surprising that NOOK HD is

faster than Kindle Fire HD for a nimble overall experience and 80 percent faster when it comes to graphics processing for smoother, faster animations, renderings, apps experience and more. The 1GB of RAM allows customers to easily zip from one app to another and play movies.

More Choices: The world's most exceptional 7-inch reading and entertainment tablet is now available for pre-order in two colors, "Snow" and "Smoke." Starting at just \$199 for an 8GB model and only \$229 for a 16GB version – both featuring expandable microSD memory storage – customers can pre-order at www.nook.com and at Barnes & Noble stores.

NOOK HD+ – The Lightest and Lowest-Priced Full HD Tablet Ever

Spectacular Full HD Display: For those who want to enjoy reading and entertainment on a larger scale, NOOK HD+ offers a must-see full HD 9-inch display with resolution of 1920 x 1280 and 256 pixels per inch for up to 1080p for movies, magazines and more. The fully laminated display reduces glare and provides excellent viewing angles, perfect for personal or shared viewing. This amazing display rivals the "revolutionary" screen of the leading high-resolution large-format tablet, but is offered in a device that's more than 20 percent less weight and nearly half the price.

Incredibly Light Yet Powerful: Weighing in at only 18.2 ounces (515 grams), NOOK HD+ is big on display, yet lightweight, easy to hold and take anywhere. It is the lightest full HD tablet ever invented. NOOK HD+ is power-packed by a 1.5GHz dual-core processor with 1GB of RAM for a fast, smooth customer experience, whether browsing the Web, reading books and magazines, watching videos, enjoying apps or checking email.

Best Price Ever for Full HD Tablet: The beautifully designed NOOK HD+, offered in the color "Slate," features expandable memory for even more storage with options of 16GB for \$269 and 32GB for \$299 – two astoundingly low prices for a brilliant, super-light 9-inch reading and entertainment tablet.

Both NOOK HD and NOOK HD+ will ship in late October and be available in stores in early November.

"With the combination of the highest resolution screen, lightest weight and expansive access to content rendered in a digital quality never before seen, NOOK HD is the world's best 7-inch media tablet," said William J. Lynch, Chief Executive Officer of Barnes & Noble. "We designed our larger format tablet NOOK HD+ because we think there's big demand from customers for a super-light, extremely high quality 9-inch tablet, at half the price of the iPad. Both our 7-inch NOOK HD and 9-inch NOOK HD+ deliver an exceptional customer experience and we enthusiastically encourage customers to go to nook.com and learn more about them."

Announcing Even More NOOK Content and Services to Enjoy

As part of the launch of NOOK HD and NOOK HD+, Barnes & Noble also announced significant new additions and advancements to the NOOK content ecosystem:

A Growing and Diverse Digital Catalog: The NOOK Store™ now offers more than 3 million books including bestselling books, new releases, classics and enhanced titles with special content; the world's largest collection of nearly 3,500 best-loved English-language children's interactive picture books; a growing collection of comic books and graphic novels; and picture-perfect art, photography, travel guides and cookbook titles.

New – NOOK Video: Launching concurrently with the shipment of the new products in late October, NOOK Video offers customers their favorite standard and HD movies and TV shows for streaming and download to enjoy in spectacular color and stunning definition on NOOK HD and NOOK HD+. From major studios, networks and companies like HBO®, STARZ, The Walt Disney Studios and Warner Brothers Entertainment, the NOOK Video catalog offers something for everyone in the family to enjoy. Customers will find TV favorites such as *Game of Thrones*®, *Breaking Bad* and *The Walking Dead* to movie favorites like Disney-Pixar's *Brave*, *The Dark Knight* and Harry Potter movies. Both devices are designed with an HDMI compatible port to allow customers to easily connect to their TVs to watch movies and shows in up to full 1080p. Videos streamed and downloaded from the NOOK Store are stored safely and securely in the NOOK Cloud™, so NOOK Video content can also be viewed on NOOK devices, TVs, smartphones and tablets via a suite of new free NOOK Video apps. Like free NOOK Reading apps, all-new NOOK Video apps automatically sync so customers can pick up watching right where they left off on the compatible device of their choosing.

UltraViolet™ Support: NOOK HD and NOOK HD+ are the first UltraViolet-enabled tablets, so right out of the box they seamlessly integrate a customer's compatible physical DVD and Blu-ray Disc™ purchases and digital video collection across their devices. Customers will be able to easily link their UltraViolet accounts to the NOOK Cloud allowing them to view their previously and newly purchased UltraViolet-enabled movies and TV shows across NOOK HD and NOOK HD+ devices, NOOK Video apps and third-party applications. In addition to purchasing a digital version via NOOK Video, customers can shop for DVDs and Blu-ray Discs with the UltraViolet logo in Barnes & Noble and other retail stores, add them to their digital collection, and instantly watch compatible titles from the NOOK Cloud to enjoy wherever they go and however they choose.

Magazine 2.0: NOOK Newsstand™ has the largest digital collection of the top 100 bestselling magazines available for both digital subscriptions and single copy sale. With NOOK HD and NOOK HD+, the industry-leading magazine experience just got even better. A new visual table of contents lets customers view thumbnails of the entire magazine and simply tap the article they want to read first. Magazines feature a super-fast, 3D-like page turn and include built-in hot spots for readers to quickly jump to specific articles and go deeper on a subject or story through audio, video and Web linking. NOOK's innovative ArticleView lets the reader focus only on the text, customized to their needs. The company also introduced a breakthrough NOOK Scrapbook™, where magazine readers can virtually clip pages of interest and save them in customized digital scrapbooks.

All-New Newspaper Experience: Extra! Extra! NOOK Newspapers have an all-new design on NOOK HD and NOOK HD+ that make it even easier and more fun to read newspapers digitally. Customers can view and choose each of the paper's sections on the left column to tap and read in a snap. The large selection of daily and weekly newspapers are available through subscription or single copies and are automatically downloaded via Wi-Fi® to the device when available for reading with morning coffee, on the commute home or anywhere in between.

New – NOOK Catalog: NOOK Catalog offers a convenient browsing and shopping experience through a selection of colorful, complimentary catalogs from leading retailers including Pottery Barn, L.L.Bean, Frontgate, Garnet Hill and Harry & David – with 100 top catalogs available this holiday. Customers' catalogs are delivered magically to their devices when published so they can virtually flip through the pages to explore, tap on a product of interest for more information from the retailer's Web site and make a purchase. The new NOOK Scrapbook feature can also be used to rip and save select pages in a personalized collection along with other chosen pages saved from catalogs and magazines.

Top Apps: The global developer community has quickly been innovating and adding to the catalog of high-quality NOOK Apps™. The number of NOOK Apps has grown 10x in the last year and 100x since launching and includes all the most popular and bestselling top 100 app titles for tablets available anywhere. NOOK Apps features a wide range of titles for the whole family, including the hottest games, as well as lifestyle, productivity, news, entertainment and reading apps. In fact, only the NOOK Store provides helpful age recommendations for parents and lets customers browse by subject area to find the perfect app for their child among the broadest and the most curated app collection of kids' educational apps on any Android store. With games and activities focused on language, math, puzzles, reading, art and more, NOOK provides families with hours of playful learning that helps kids make the most of their "screen time."

Newly Revamped NOOK Store – A Better Way to Shop & Find Content: NOOK HD and NOOK HD+ bring a new level of personal shopping service to the device experience. Customers can tap on the Your NOOK Today™ icon on the home screen to reveal fresh content and personalized recommendations each day. This includes their latest newsstand subscriptions delivered virtually, plus cool apps and new titles matched to their profile.

And just like a great bookshop, the revamped NOOK Store is a place of continuous discovery. The new store experience allows customers to easily shop by department or explore new NOOK Channels™, a pioneering recommendation system that combines the unrivaled knowledge of Barnes & Noble booksellers with advanced algorithmic technology to create an unparalleled, curated browsing experience. Targeted by interest and sensibility, each NOOK Channel programs a rich stream of reading – and soon movies and apps – that includes the latest releases as well as backlist gems, bestsellers as well as offbeat treasures. Customers can browse and shop Channels that will expand their passions for the authors and subjects they love, from Paranormal Romance, War Stories, and Books to Talk About to Jane Austen & Heirs, The New Classics, History by Plot and Books Every Kid Should Know.

NOOK Cloud: All NOOK content is delivered via Wi-Fi and safely stored through NOOK Cloud, making NOOK Books, videos, apps and other content accessible across NOOK, personal computing and mobile devices using free NOOK Reading and NOOK Video apps.

Additional NOOK HD and NOOK HD+ Highlights

- **Battery Life that Lasts:** Both devices feature extra-long battery life optimized for extended use. NOOK HD offers up to 10.5 hours of continuous reading and up to 9 hours of video watching, while NOOK HD+ boasts up to 10 hours and up to 9 hours for reading and video, respectively, all with Wi-Fi off.
- **Expandable Storage:** In addition to generous onboard storage, NOOK HD and NOOK HD+ also feature expandable memory using a separate microSD card (up to 64GB) – another feature not offered on Amazon's tablets. NOOK gives customers an economical and flexible way to carry their personal content, PDFs, music, videos and more anywhere.
- **A Better Value, Ad-Free:** NOOK HD and NOOK HD+ offer brilliant displays so customers can enjoy their favorite content and personal photos, not annoying ads as with Amazon's tablets. And with low prices starting at \$199 and \$269 respectively, always ad-free NOOK tablets are a better value than Amazon's, which charges customers an additional \$15 for freedom from advertising offers on their tablet home page.
- **Ready for Power:** Barnes & Noble also knows that customers prefer to charge their tablets quickly with an AC adapter, every new NOOK HD and NOOK HD+ has one included at no extra cost. Amazon charges \$20 for their tablets' adapters sold separately.

- **Superb Sound:** To deliver excellent audio, NOOK HD and NOOK HD+ are designed with customized speakers and utilize SRS TruMedia™* to create a wide sound field, deep bass, clear vocals and strong midrange performance. Whether listening through the device's speakers, a pair of headphones or on a Bluetooth-enabled speaker, customers will enjoy a rich audio experience watching videos, listening to music, reading children's picture books or playing games.
- **A NOOK of One's Own:** Gallery has never been so personal with instant access to cherished memories from popular photo sharing and social networking sites. Customers can add even more photos to the Gallery from their computer or emails. NOOK becomes each family member's very own when they pick a favorite photo for the home screen and screensaver for each individual profile – instead of annoying ads. NOOK HD and NOOK HD+ also make it easy to share photos via email or in person, by connecting NOOK to a TV.
- **Easy to Use New Interface:** Both new tablets feature an all-new beautiful “paper-like” user interface that gets customers right into the content they want, and allows quick access into core applications: Home, Library, Shop and Web. The new experience is intended to make NOOK HD and NOOK HD+ the easiest tablets on the market to use, empowering customers to take advantage of its extensive functionality and enjoy a reading experience that far surpasses that of any other tablets.
- **Stay Connected More Easily:** The all-new email app on NOOK HD and NOOK HD+ lets customers stay connected with what's happening at the office through support for Microsoft Exchange ActiveSync. Customers can check business email and sync calendar and contacts, too. NOOK HD and NOOK HD+ also support email, calendar and contacts syncing for popular services like Gmail, Hotmail and Outlook.com, as well other popular POP3/IMAP email services like Yahoo!, AOL and more.

Experience the entire NOOK family of products at www.nook.com or at the NOOK Digital Shops and displays in one of Barnes & Noble's more than 700 bookstores and other leading retailers including Best Buy, Target and Walmart, which will soon take pre-orders, and many others. Barnes & Noble offers Always Free NOOK Support in all of its neighborhood bookstores, with more than 40,000 NOOKsellers across the country ready to assist customers with setting up their NOOK devices or choosing their next great read.

Pre-orders for NOOK HD and NOOK HD+ will begin next month for customers in the United Kingdom, as the products will be available there through leading retailers and www.nook.co.uk in late November.

About Barnes & Noble, Inc.

Barnes & Noble, Inc. (NYSE:BKS), the leading retailer of content, digital media and educational products, operates 689 bookstores in 50 states. Barnes & Noble College Booksellers, LLC, a wholly-owned subsidiary of Barnes & Noble, also operates 667 college bookstores serving over 4.6 million students and faculty members at colleges and universities across the United States. Barnes & Noble conducts its online business through BN.com (www.bn.com), one of the Web's largest e-commerce sites, which also features more than 3 million titles in its NOOK Bookstore™ (www.bn.com/ebooks). Through Barnes & Noble's NOOK® product offering, customers can buy and read digital books and content on the widest range of platforms, including NOOK devices and the most popular mobile and computing devices using free NOOK apps. Barnes & Noble is proud to be named a J.D. Power and Associated 2012 Customer Service Champion and is only one of 50 U.S. companies so named. Barnes & Noble.com is ranked the number one online retailer in customer satisfaction in the book, music and video category and a Top 10 online retailer overall in customer satisfaction according to ForeSee E-Retail Satisfaction Index (Spring Top 100 Edition).

General information on Barnes & Noble, Inc. can be obtained via the Internet by visiting the company's corporate website: www.barnesandnobleinc.com.

NOOK®, NOOK Tablet™, NOOK Simple Touch™ with GlowLight™, NOOK Simple Touch™, NOOK Color™, Reader's

Tablet™, Best-Text™ Technology, VividView™, PagePerfect™, NOOK Store™, NOOK Bookstore™, NOOK Book™, NOOK Newsstand™, NOOK Magazine™, NOOK Newspaper™, NOOK Video™, NOOK Catalog™, NOOK Apps™, FREE NOOK Reading Apps™, NOOK Video Apps™, NOOK Profiles™, NOOK Channels™, Your NOOK Today™, NOOK Kids™, NOOK Digital Shop™, NOOK Cloud™, NOOK® for Web, Read In Store™, NOOK Library™, Lifetime Library™ and Read What You Love. Anywhere You Like™ are trademarks of Barnes & Noble, Inc. Other trademarks referenced in this release are the property of their respective owners.

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About NOOK® from Barnes & Noble

Barnes & Noble's NOOK reading and entertainment products make it easy to read what you love, anywhere you like™ with a fun, easy-to-use and immersive digital reading experience. With NOOK, customers gain access to Barnes & Noble's expansive NOOK Store™ of more than 3 million digital titles, and the ability to enjoy content across a wide array of popular devices through free NOOK Reading Apps™ and NOOK Video apps, available at www.nook.com/freenookapps. Barnes & Noble offers NOOK owners Always Free NOOK Support in any of its nearly 700 bookstores. Find NOOK devices in Barnes & Noble stores and online at www.nook.com, as well as leading retailers including Best Buy, Walmart, Target and many others. NOOK products will also soon be available in the United Kingdom through www.nook.co.uk and leading retailers.

For more information on NOOK, follow us on www.twitter.com/nookBN or www.twitter.com/nook_UK and www.facebook.com/nook.

Forward-Looking Statements

This press release contains certain forward-looking statements (within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended) and information relating to Barnes & Noble that are based on the beliefs of the management of Barnes & Noble as well as assumptions made by and information currently available to the management of Barnes & Noble. When used in this communication, the words "anticipate," "believe," "estimate," "expect," "intend," "plan," "will", "coming to" and similar expressions, as they relate to Barnes & Noble or the management of Barnes & Noble, identify forward-looking statements.

Such statements reflect the current views of Barnes & Noble with respect to future events, the outcome of which is subject to certain risks, including, among others, the general economic environment and consumer spending patterns, decreased consumer demand for Barnes & Noble's products, low growth or declining sales and net income due to various factors, risk that international expansion will not be successfully achieved or may be achieved later than expected, possible disruptions in Barnes & Noble's computer systems, telephone systems or supply chain, possible risks associated with data privacy, information security and intellectual property, possible work stoppages or increases in labor costs, possible increases in shipping rates or interruptions in shipping service, effects of competition, possible risks that inventory in channels of distribution may be larger than able to be sold, possible risk that returns from consumers or channels of distribution may be greater than estimated, the risk that the expected sales lift from Borders' store closures is not achieved in whole or part, the risk that digital sales growth is less than expectations and the risk that it does not exceed the rate of investment spend, higher-than-anticipated store closing or relocation costs, higher interest rates, the performance of Barnes & Noble's online, digital and other initiatives, the performance and successful integration of acquired businesses, the success of Barnes & Noble's strategic investments, unanticipated increases in merchandise, component or occupancy costs, unanticipated adverse litigation results or effects, product and component shortages, the potential adverse impact on the business resulting from the review of a potential separation of the NOOK digital business, the risk that the transactions contemplated by the partnership with Microsoft to form Newco, including with respect to any spin-off, split-off or other disposition by Barnes & Noble of its interest in Newco, are not able to be implemented on the terms contemplated or at all, the risk that the transactions do not achieve the expected benefits for the parties including the risk that Newco's applications are not commercially successful or that the expected distribution of those applications is not achieved, the risk that the separation of the NOOK digital and College businesses or any subsequent spin-off, split-off or other disposition by Barnes & Noble of its interest in Newco results in adverse impacts on Company or Newco (including as a result of termination of agreements and other adverse impacts), the potential impact on Barnes & Noble's retail business of the separation, the potential tax consequences for Barnes & Noble and its shareholders of a subsequent spin-off, split-off or other disposition by Barnes & Noble of its interest in Newco, the risk that the domestic and international expansion contemplated by the relationship or otherwise is not successful or is delayed, including the potential delay in distribution of devices and/or digital content, the risk that Newco is not able to perform its obligations under the commercial agreement, including with respect to the development of applications and international expansion, and the consequences thereof, the costs and disruptions arising out of any such separation of the NOOK digital and College businesses, the risk that Barnes & Noble may not recoup its investments in the NOOK digital business as part of any separation transaction, the risks, difficulties, and uncertainties that may result from the

separation of businesses that were previously co-mingled including necessary ongoing relationships, and potential for adverse customer impacts and other factors which may be outside of Barnes & Noble's control, including those factors discussed in detail in Item 1A, "Risk Factors," in Barnes & Noble's Annual Report on Form 10-K and Form 10-K/A, and in Barnes & Noble's other filings made hereafter from time to time with the SEC. Our forward looking statements relating to international expansion are also subject to the following risks, among others that may affect the introduction, success and timing of the NOOK e-reader and content in countries outside the United States: we may not be successful in reaching agreements with international companies, the terms of agreements that we reach may not be advantageous to us, our NOOK device may require technological changes to comply with applicable laws, and marketplace acceptance and other companies have already entered the marketplace with products that have achieved some customer acceptance.

Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results or outcomes may vary materially from those described as anticipated, believed, estimated, expected, intended or planned. Subsequent written and oral forward-looking statements attributable to Barnes & Noble or persons acting on its behalf are expressly qualified in their entirety by the cautionary statements in this paragraph.

Barnes & Noble undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise after the date of this communication.

*TruMedia is a trademark of DTS, Inc. through its acquisition of SRS Labs, Inc. in July 2012.

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