

BJS WHOLESALE CLUB INC  
Form 8-K  
December 18, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): December 18, 2006 (December 14, 2006)**

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**BJ s Wholesale Club, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**

**001-13143**  
**(Commission**

**04-3360747**  
**(IRS Employer**

**of Incorporation)**

**File Number)**

**Identification No.)**

**One Mercer Road, Natick, Massachusetts**  
**(Address of Principal Executive Offices)**

**01760**  
**(Zip Code)**

**Registrant s telephone number, including area code: (508) 651-7400**

**N/A**

**(Former Name or Former Address, if Changed Since Last Report)**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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“ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

“ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On December 14, 2006, in connection with his appointment as interim Chief Executive Officer of the Company, the Company's Board of Directors approved an increase in the annual base salary of Herbert J. Zarkin from \$525,000 to \$975,000 effective November 22, 2006. The Board of Directors also approved a Restricted Stock Award of 100,000 shares of the Company's Common Stock to Mr. Zarkin pursuant to the Company's 1997 Stock Incentive Plan. The shares subject to the Restricted Stock Award shall vest on March 14, 2008.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BJ s WHOLESALE CLUB, INC.

Date: December 18, 2006

By: /s/ Frank D. Forward

Frank D. Forward

*Executive Vice President,*

*Chief Financial Officer*