

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

**Under the Securities Exchange Act of 1934
(Amendment No.1) ¹**

Build-A-Bear Workshop, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)

120076104
(CUSIP Number)

**J. Carlo Cannell
Cannell Capital LLC
245 Meriwether Circle
Alta, WY 83414
(307) 733-2284**

(Name, Address and Telephone Number of Person
to Receive Notices and Communications)

May 15, 2019
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 7 Pages)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

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 current valid OMB control number.

| | | | |
|--|--|------------------------------------|--|
| 1 | NAMES OF REPORTING PERSONS I.R.S. Identification Nos. of above persons (entities only) J. Carlo Cannell | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/> | | |
| 3 | SEC USE ONLY | | |
| 4 | SOURCE OF FUNDS (see instructions) WC/OO | | |
| 5 | CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) <input type="checkbox"/> or 2(e) <input type="checkbox"/> | | |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION USA | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7 | SOLE VOTING POWER* 641,265 | |
| | 8 | SHARED VOTING POWER 0 | |
| | 9 | SOLE DISPOSITIVE POWER* 641,265 | |
| | 10 | SHARED DISPOSITIVE POWER 0 | |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 641,265 | | |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/> (see instructions) | | |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11 4.30%* | | |
| 14 | TYPE OF REPORTING PERSON IN | | |

* Based on information set forth on the Form 10-K of Build-A-Bear Workshop, Inc., (the "Company") as filed with the Securities and Exchange Commission on April 18, 2019, there were 14,924,619 shares of Common Stock par value \$0.01 per share (the "Shares"), of the Company issued and outstanding as of April 12, 2019.

As of May 21, 2019 (the "Reporting Date"), the Cuttyhunk Master Portfolio ("Cuttyhunk"), Tristan Partners, L.P. ("Tristan") and the Tristan Offshore Fund Ltd. ("Tristan Offshore"), and Tonga Partners, L.P. ("Tonga", and collectively with Cuttyhunk, Tristan and Tristan Offshore, the "Investment Vehicles"), held in the aggregate 641,265 Shares.

Cannell Capital LLC acts as the investment adviser to Tonga, Tristan, Tristan Offshore, and the investor sub-advisor for Cuttyhunk. Mr. J. Carlo Cannell is the sole managing member of Cannell Capital LLC. The Reporting Person possesses the sole power to vote and to direct the disposition of the Shares held by the Investment Vehicles.

| |
|---|
| <p>Item 1. Security and Issuer</p> <p>The title of the class of equity securities to which this Schedule 13D relates is the Common Stock par value \$0.01 per share of Build-A-Bear Workshop, Inc., a Delaware corporation. The address of the principal executive offices of the Company is 1954 Innerbelt Business Center Drive, St. Louis, MO 63114.</p> |
| <p>Item 2. Identity and Background</p> <p>a) The name of the Reporting Person is J. Carlo Cannell (the "Reporting Person"). The Reporting Person is the sole managing member of Cannell Capital LLC, an investment sub-advisor for the Cuttyhunk Master Portfolio and investment adviser to the following entities: Tonga Partners, L.P. Tristan Partners, L.P. Tristan Offshore Fund, Ltd.</p> <p>Set forth in the attached Annex "A" and incorporated herein by reference is a listing of the directors, general partners, managing members and controlling persons of the Reporting Person and the Investment Vehicles (collectively, the "Covered Persons"), and sets forth the principal occupation, citizenship and principal place of business of each Covered Person.</p> <p>b) The principal business address of the Reporting Person is: 245 Meriwether Circle Alta, WY 83414</p> <p>c) The principal business of the Reporting Person is the performance of investment management and advisory services. The principal business of the Investment Vehicles is investment in securities.</p> <p>d) Neither the Reporting Person, nor to the best of its knowledge, any of the Investment Vehicles, has, in the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).</p> <p>e) Neither the Reporting Person, nor to the best of its knowledge, any of the Investment Vehicles, has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws.</p> <p>f) The place of organization of the Reporting Person is as follows: The citizenship of each Covered Person is set forth on the attached Annex A and incorporated herein by reference. Mr. J. Carlo Cannell is the Managing Member of Cannell Capital LLC, a Wyoming limited liability company.</p> |
| <p>Item 3. Source and Amount of Funds or Other Consideration</p> <p>The securities to which this statement relates were acquired by the Reporting Person using the working capital of each Investment Vehicle as follows: The Cuttyhunk Master Portfolio: \$165,866 Tonga Partners, L.P.: \$830,533 Tristan Partners, L.P.: \$2,284,520 Tristan Offshore Fund, Ltd.: \$1,117,095 The Investment Vehicles have invested an aggregate amount of approximately \$4,398,014 in the Shares.</p> |

Item 4. Purpose of Transaction

Cannell Capital LLC, on behalf of the Investment Vehicles, identified the Company as an entity satisfying each of the Investment Vehicle's investment criteria. The Investment Vehicles acquired and continue to hold the Shares as a long-term investment.

Mr. Cannell files this amendment to disclose that its ownership of the Shares is below 5% of the class. Accordingly, this Amendment No. 1 is the Reporting Person's final amendment to the Schedule 13D and constitutes an exit filing for the Reporting Person.

Item 5. Interest in Securities of the Issuer

Based on information set forth in the Company's Form 10-K as filed with the Securities and Exchange Commission on April 18, 2019, there were 14,924,619 Common Shares issued and outstanding as of April 12, 2019.

(a) As of the Reporting Date, for the purposes of Reg. Section 240.13d-3, Cannell Capital LLC may be deemed to beneficially own 641,265 Shares, or approximately 4.30% of the Shares deemed issued and outstanding as of the Reporting Date.

(b) Cannell Capital LLC possesses the sole power to vote and to direct the disposition of the Shares held by the Investment Vehicles.

(c) The following table details the transactions during the sixty days on or prior to the Reporting Date in Shares, or securities convertible into, exercisable for or exchangeable for Shares, by Cannell Capital LLC or any other person or entity controlled by him or any person or entity for which he possesses voting or investment control over the securities thereof (each of which was effected in an ordinary brokerage transaction by Cannell Capital LLC on behalf of the Investment Vehicles).

| | Entity | Date | Quantity | Price Per Share | Form Of Transaction |
|--------|------------------|------------|----------|--------------------|------------------------|
| | CuttyhunkII | 05/03/2019 | 1,296 | 5.53 | Sell |
| | Tonga | 05/03/2019 | 5,210 | 5.53 | Sell |
| | Tristan | 05/03/2019 | 6,472 | 5.53 | Sell |
| | Tristan Offshore | 05/03/2019 | 3,186 | 5.53 | Sell |
| | CuttyhunkII | 05/06/2019 | 4,869 | 5.39 | Sell |
| | Tonga | 05/06/2019 | 19,574 | 5.39 | Sell |
| | Tristan | 05/06/2019 | 24,311 | 5.39 | Sell |
| | Tristan Offshore | 05/06/2019 | 11,972 | 5.39 | Sell |
| | CuttyhunkII | 05/07/2019 | 1,539 | 5.31 | Sell |
| | Tonga | 05/07/2019 | 6,190 | 5.31 | Sell |
| | Tristan | 05/07/2019 | 7,689 | 5.31 | Sell |
| | Tristan Offshore | 05/07/2019 | 3,786 | 5.31 | Sell |
| | CuttyhunkII | 05/08/2019 | 705 | 5.20 | Sell |
| | Tonga | 05/08/2019 | 2,834 | 5.20 | Sell |
| | Tristan | 05/08/2019 | 3,522 | 5.20 | Sell |
| | Tristan Offshore | 05/08/2019 | 1,733 | 5.20 | Sell |
| | CuttyhunkII | 05/15/2019 | 8,042 | 5.18 | Sell |
| | Tonga | 05/15/2019 | 32,331 | 5.18 | Sell |
| | Tristan | 05/15/2019 | 40,151 | 5.18 | Sell |
| | Tristan Offshore | 05/15/2019 | 19,776 | 5.18 | Sell |

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

None

Item 7. Material to Be Filed as Exhibits

None

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: May 21, 2019

Cannell Capital LLC

By: /s/ J. Carlo Cannell

Name: J. Carlo Cannell

Title: Managing Member

Annex "A"

MANAGERS AND GENERAL PARTNERS OF THE REPORTING PERSON AND THE INVESTMENT VEHICLES

The following sets forth the name, principal occupation, citizenship or jurisdiction of organization and principal place of business of the directors, general partners, managing members or controlling persons of the Reporting Person and the Investment Vehicles (the "Covered Persons") indicated below:

J. Carlo Cannell

| | |
|--|------------------------|
| Name: | J. Carlo Cannell |
| Title or Relationship with Reporting Person: | Managing Member |
| Principal Occupation or Employment: | Investment Management |
| Citizenship or Jurisdiction of Organization: | Wyoming, United States |
| Principal Place of Business: | (1) |

Cannell Capital LLC

| | |
|--|------------------------|
| Name: | J. Carlo Cannell |
| Title or Relationship with Reporting Person: | Managing Member |
| Principal Occupation or Employment: | Investment Management |
| Citizenship or Jurisdiction of Organization: | Wyoming, United States |
| Principal Place of Business: | (1) |

Tonga Partners, L.P.

| | |
|--|--|
| Name: | Cannell Capital LLC |
| Title or Relationship with Reporting Person: | Investment Adviser and General Partner |
| Principal Occupation or Employment: | Investment Management |
| Citizenship or Jurisdiction of Organization: | Wyoming, United States |
| Principal Place of Business: | (1) |

The Cuttyhunk Master Portfolio

| | |
|--|------------------------|
| Name: | Cannell Capital LLC |
| Title or Relationship with Reporting Person: | Investment Subadviser |
| Principal Occupation or Employment: | Investment Management |
| Citizenship or Jurisdiction of Organization: | Wyoming, United States |
| Principal Place of Business: | (1) |

Tristan Partners, L.P.

| | |
|--|--|
| Name: | Cannell Capital LLC |
| Title or Relationship with Reporting Person: | Investment Adviser and General Partner |
| Principal Occupation or Employment: | Investment Management |
| Citizenship or Jurisdiction of Organization: | Wyoming, United States |
| Principal Place of Business: | (1) |

Tristan Offshore Fund, Ltd.

| | |
|--|-----------------------|
| Name: | Cannell Capital LLC |
| Title or Relationship with Reporting Person: | Investment Adviser |
| Principal Occupation or Employment: | Investment Management |
| Citizenship or Jurisdiction of Organization: | Cayman Islands |
| Principal Place of Business: | (2) |

Annex "B"

Agreement Regarding the Joint Filing of Schedule 13D

- 1) Each of them is individually eligible to use the Schedule 13D to which this Exhibit is attached, and such Schedule 13D is filed on behalf each of them;
- 2) Each of them is responsible for the timely filing of such Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Dated: May 21, 2019

By: /s/ J. Carlo Cannell _____

Name: J. Carlo Cannell

Cannell Capital LLC

By: /s/ J. Carlo Cannell _____

Name: J. Carlo Cannell

Title: Managing Member