

HOME DEPOT INC
Form 4
June 02, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
COX BERRY R

(Last) (First) (Middle)

2200 ROSS AVENUE, SUITE 3200

(Street)

DALLAS, TX 75201-2741

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HOME DEPOT INC [HD]

3. Date of Earliest Transaction (Month/Day/Year)
05/31/2005

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)

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)
			Code	V	Amount (A) or (D) Price		
\$.05 Common Stock	05/31/2005		S		59,500 D \$ 39.6	I	By GRAT
\$.05 Common Stock	05/31/2005		S		12,900 D \$ 39.61	I	By GRAT
\$.05 Common Stock	05/31/2005		S		17,300 D \$ 39.62	I	By GRAT
\$.05 Common Stock	05/31/2005		S		14,100 D \$ 39.63	I	By GRAT

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\$.05 Common Stock	05/31/2005	S	22,900	D	\$ 39.64	670,418	I	By GRAT
\$.05 Common Stock	05/31/2005	S	15,900	D	\$ 39.65	654,518	I	By GRAT
\$.05 Common Stock	05/31/2005	S	15,500	D	\$ 39.66	639,018	I	By GRAT
\$.05 Common Stock	05/31/2005	S	2,000	D	\$ 39.67	637,018	I	By GRAT
\$.05 Common Stock	05/31/2005	S	11,900	D	\$ 39.68	625,118	I	By GRAT
\$.05 Common Stock	05/31/2005	S	3,000	D	\$ 39.69	622,118	I	By GRAT
\$.05 Common Stock	06/01/2005	S	25,000	D	\$ 39.2	597,118	I	By GRAT
\$.05 Common Stock	06/01/2005	S	1,300	D	\$ 39.42	595,818	I	By GRAT
\$.05 Common Stock	06/01/2005	S	2,800	D	\$ 39.43	593,018	I	By GRAT
\$.05 Common Stock	06/01/2005	S	2,700	D	\$ 39.44	590,318	I	By GRAT
\$.05 Common Stock	06/01/2005	S	19,400	D	\$ 39.45	570,918	I	By GRAT
\$.05 Common Stock	06/01/2005	S	4,100	D	\$ 36.46	566,818	I	By GRAT
\$.05 Common Stock	06/01/2005	S	15,000	D	\$ 39.47	551,818	I	By GRAT
\$.05 Common Stock	06/01/2005	S	4,800	D	\$ 39.48	547,018	I	By GRAT
\$.05 Common	06/01/2005	S	1,300	D	\$ 39.49	545,718	I	By GRAT

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Stock									
\$.05 Common Stock	06/01/2005		S	7,200	D	\$ 39.5	538,518	I	By GRAT
\$.05 Common Stock	06/01/2005		S	4,900	D	\$ 39.51	533,618	I	By GRAT
\$.05 Common Stock	06/01/2005		S	6,100	D	\$ 39.52	527,518	I	By GRAT
\$.05 Common Stock	06/01/2005		S	13,100	D	\$ 39.53	514,418	I	By GRAT
\$.05 Common Stock	06/01/2005		S	16,200	D	\$ 39.54	498,218	I	By GRAT
\$.05 Common Stock	06/01/2005		S	28,500	D	\$ 39.55	469,718	I	By GRAT
\$.05 Common Stock	06/01/2005		S	5,100	D	\$ 39.56	464,618	I	By GRAT
\$.05 Common Stock	06/01/2005		S	2,998	D	\$ 39.57	461,620	I	By GRAT

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

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V	Date Exercisable	Expiration Date	Title	Amount or

Number
of
Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COX BERRY R 2200 ROSS AVENUE SUITE 3200 DALLAS, TX 75201-2741	X			

Signatures

/s/ Rita L. Fadell, Attorney-in-Fact	06/02/2005
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__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).

Remarks:

"GRAT" refers to a grantor retained annuity trust of the Reporting Person.

1 of 3 Forms 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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