

HOME DEPOT INC  
Form 4  
December 16, 2004

**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**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2200 ROSS AVENUE, SUITE 3200  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/13/2004

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

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

DALLAS, TX 75201-2741

(City) (State) (Zip)

**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)
\$.05 Common Stock	12/13/2004		G	474,609 (1)	D \$ 0	1,588,523 (1)	D
\$.05 Common Stock	12/14/2004		S	12,400	D \$ 42.44	1,576,123	D
\$.05 Common Stock	12/14/2004		S	10,200	D \$ 42.46	1,565,923	D
\$.05 Common Stock	12/14/2004		S	1,600	D \$ 42.47	1,564,323	D

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\$.05 Common Stock	12/14/2004	S	200	D	\$ 42.48	1,564,123	D	
\$.05 Common Stock	12/14/2004	S	34,900	D	\$ 42.5	1,529,223	D	
\$.05 Common Stock	12/14/2004	S	4,500	D	\$ 42.51	1,524,723	D	
\$.05 Common Stock	12/14/2004	S	1,300	D	\$ 42.52	1,523,423	D	
\$.05 Common Stock	12/14/2004	S	3,800	D	\$ 42.53	1,519,623	D	
\$.05 Common Stock	12/14/2004	S	5,300	D	\$ 42.54	1,514,323	D	
\$.05 Common Stock	12/14/2004	S	19,100	D	\$ 42.55	1,495,223	D	
\$.05 Common Stock	12/14/2004	S	11,200	D	\$ 42.56	1,484,023	D	
\$.05 Common Stock	12/14/2004	S	24,500	D	\$ 42.57	1,459,523	D	
\$.05 Common Stock	12/14/2004	S	4,100	D	\$ 42.58	1,455,423	D	
\$.05 Common Stock	12/14/2004	S	23,900	D	\$ 42.59	1,431,523	D	
\$.05 Common Stock	12/14/2004	S	3,000	D	\$ 42.6	1,428,523	D	
\$.05 Common Stock	12/14/2004	G	<u>532,525</u> (2)	A	\$ 0	1,961,048 (3)	D	
\$.05 Common Stock	12/13/2004	G	<u>474,609</u> (1)	A	\$ 0	1,329,643 (1)	I	By GRATs
\$.05 Common	12/14/2004	G	<u>532,525</u> (2)	D	\$ 0	797,118 (3)	I	By GRATs

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Stock

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

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(9-02)

**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. Number of Derivative Securities Owned Beneficially (Instr. 3, 4, and 5)
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## 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  
Date: 12/16/2004

\*\*Signature of Reporting Person

## 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).
- (1) Transfer from reporting person to grantor retained annuity trust ("GRAT") of reporting person.
  - (2) Transfers from reporting person's GRATs to reporting person.
  - (3) Reflects transfer of an aggregate of 532,525 shares to reporting person from reporting person's GRATs, consisting of an aggregate transfer of 374,316 shares of reporting person in satisfaction of annuity payment obligations and a transfer of 158,209 shares from a GRAT to reporting person in exchange for equivalently valued consideration. Such transactions constitute only changes in form of

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ownership under Rule 16a 13 and not changes in pecuniary interest for Section 16 purposes.

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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