HOME DEPOT INC

Form 4

March 04, 2016

FORM 4

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

OMB 3235-0287 Number:

Estimated average

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

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

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Menear Craig A

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

HOME DEPOT INC [HD]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director 10% Owner Other (specify X_ Officer (give title

2455 PACES FERRY ROAD

03/02/2016

below)

Chairman, CEO & President

or Indirect

(Instr. 4)

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Following

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ATLANTA, GA 30339

| (City) | (State) (Z | Zip) Table | I - Non-Do | erivative Securities Acquire | ed, Disposed of, or | Beneficially | Owned |
|------------|---------------------|--------------------|------------|------------------------------|---------------------|--------------|-------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities Acquired (A) | 5. Amount of | 6. | 7. Nature |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | onor Disposed of (D) | Securities | Ownership | of Indirect |
| (Instr. 3) | | any | Code | (Instr. 3, 4 and 5) | Beneficially | Form: | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | Owned | Direct (D) | Ownership |

Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

\$.05 18,716 Common \$0 03/02/2016 A A 137,279.9999 D (1) Stock

\$.05

Common 03/02/2016 F 7,820 129,459.9999

Stock

\$.05

Common By 7.2648 Stock Share Equivalents

401(k)

(Instr. 4)

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

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SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerci | sable and | 7. Title a | ınd | 8. Price of |
|-------------|-------------|---------------------|--------------------|------------|---------------------|----------------|------------|------------|--------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | iorNumber | Expiration Da | te | Amount | of | Derivative |
| Security | or Exercise | | any | Code | of | (Month/Day/Y | (ear) | Underlyi | ng | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securitie | s | (Instr. 5) |
| | Derivative | | | | Securities | | | (Instr. 3 | and 4) | |
| | Security | | | | Acquired | | | | | |
| | | | | | (A) or | | | | | |
| | | | | | Disposed | | | | | |
| | | | | | of (D) | | | | | |
| | | | | | (Instr. 3, | | | | | |
| | | | | | 4, and 5) | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | mount | |
| | | | | | | Date | Expiration | or | | |
| | | | | | | Exercisable | Date | | umber | |
| | | | | | | | | of | | |
| | | | | Code V | $^{\prime}$ (A) (D) | | | St | nares | |

Reporting Owners

| Reporting Owner Name / Address | Relationship |
|---------------------------------|--------------|
| Reporting Owner Maine / Address | |

Director 10% Owner Officer Other

Menear Craig A
2455 PACES FERRY ROAD X

Chairman, CEO & President

ATLANTA, GA 30339

Signatures

/s/ Stacy S. Ingram, Attorney-in-Fact 03/04/2016

**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).
- (1) Reflects performance shares earned upon vesting of the Fiscal 2013-2015 performance share award.

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

Reporting Owners 2