Ellison Marvin R Form 4 May 24, 2013

FORM 4

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

OMB APPROVAL OMB 3235-0287

Check this box if no longer subject to Section 16.

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

Number: January 31, Expires: 2005

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Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person * Ellison Marvin R

2455 PACES FERRY ROAD

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

HOME DEPOT INC [HD]

(First) 3. Date of Earliest Transaction

(Month/Day/Year)

Director 10% Owner

(Check all applicable)

05/22/2013

Other (specify X_ Officer (give title _ below)

EVP - U.S. Stores 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

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

Person

ATLANTA, GA 30339

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securit	ies Acqui	red, Disposed of	, or Beneficial	ly 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) ror Disposed of (D) (Instr. 3, 4 and 5) (A) or			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			Code V	Amount	(D)	Price	(msu. 3 and 1)		
Common Stock	05/22/2013		M	20,000	A	\$ 36.5	253,008	D	
\$.05 Common Stock	05/22/2013		M	14,200	A	\$ 37.7	267,208	D	
\$.05 Common Stock	05/22/2013		M	15,000	A	\$ 42.51	282,208	D	
\$.05 Common	05/22/2013		M	29,829	A	\$ 38.74	312,037	D	

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Stock

\$.05 Common Stock	05/22/2013	M	28,422	A	\$ 23.28	340,459	D
\$.05 Common Stock	05/22/2013	S	107,451	D	\$ 81.18	233,008	D

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options	\$ 36.5	05/22/2013		M	20,000	<u>(1)</u>	03/16/2014	Common Stock	20,000
Employee Stock Options	\$ 37.7	05/22/2013		M	14,200	<u>(1)</u>	03/22/2015	Common Stock	14,200
Employee Stock Options	\$ 42.51	05/22/2013		M	15,000	<u>(1)</u>	11/16/2015	Common Stock	15,000
Employee Stock Options	\$ 38.74	05/22/2013		M	29,829	<u>(1)</u>	03/20/2017	Common Stock	29,829
Employee Stock Options	\$ 23.28	05/22/2013		M	28,422	<u>(1)</u>	03/24/2019	Common Stock	28,422

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ellison Marvin R

2455 PACES FERRY ROAD EVP - U.S. Stores

ATLANTA, GA 30339

Signatures

/s/ Stacy S. Ingram, Attorney-in-Fact 05/24/2013

**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) The options have vested in their entirety and are fully exercisable.

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.

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