

HOME DEPOT INC
Form 3
September 12, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Kane James R | | (Month/Day/Year) | HOME DEPOT INC [HD] | |
| (Last) | (First) | (Middle) | 09/03/2008 | |
| 2455 PACES FERRY ROAD, | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| NW | | | | |
| (Street) | | | (Check all applicable) | |
| ATLANTA, GA 30331 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | President - Northern Division | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| \$.05 Common Stock | 28,906.5663 ⁽¹⁾ | D | |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---------------------------------|---------------------|--------------------|-----------------|----------------------------------|----------|----------------------------------|---|
| Restoration Plan Stock Units | Â (2) | Â (2) | Common Stock | 589,9496 | \$ (2) | D | Â |
| Stock Options | Â (3) | 02/11/2009 | Common Stock | 2,637 | \$ 37.91 | D | Â |
| Stock Options | Â (3) | 02/11/2009 | Common Stock | 738 | \$ 37.91 | D | Â |
| Stock Options | Â (3) | 08/08/2009 | Common Stock | 22,500 | \$ 37.29 | D | Â |
| Stock Options | Â (3) | 02/24/2010 | Common Stock | 1,886 | \$ 53 | D | Â |
| Stock Options | Â (3) | 02/24/2010 | Common Stock | 6,000 | \$ 53 | D | Â |
| Stock Options | Â (3) | 02/21/2011 | Common Stock | 16,000 | \$ 40 | D | Â |
| Stock Options | Â (3) | 08/15/2011 | Common Stock | 7,500 | \$ 49.89 | D | Â |
| Stock Options | Â (3) | 04/28/2012 | Common Stock | 20,000 | \$ 46.96 | D | Â |
| Stock Options | Â (3) | 08/21/2012 | Common Stock | 20,000 | \$ 33.86 | D | Â |
| Stock Options | Â (3) | 03/18/2013 | Common Stock | 10,500 | \$ 24.55 | D | Â |
| Stock Options | Â (4) | 03/16/2014 | Common Stock | 10,000 | \$ 36.5 | D | Â |
| Stock Options | Â (5) | 03/22/2015 | Common Stock | 5,800 | \$ 37.7 | D | Â |
| Stock Options | Â (6) | 03/20/2017 | Common Stock | 9,215 | \$ 38.74 | D | Â |
| Stock Options | Â (6) | 03/18/2018 | Common Stock | 24,946 | \$ 26.84 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kane James R 2455 PACES FERRY ROAD, NW ATLANTA, GA 30331 | Â | Â | Â President - Northern Division | Â |

Signatures

/s/ James R.
Kane

09/12/2008

 Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 1,031.5663 shares held under Employee Stock Purchase Plan.
- (2) The restoration plan stock units were acquired under The Home Depot FutureBuilder Restoration Plan and convert to shares of common stock on a one-for-one basis upon a distribution event under the terms of the Plan.
- (3) The options have vested in their entirety and are fully exercisable.
- (4) The stock options were issued under The Home Depot, Inc. 1997 Omnibus Stock Incentive Plan. 7,500 of the options are currently exercisable and 2,500 options become exercisable on 03/17/2009.
- (5) The stock options were issued under The Home Depot, Inc. 1997 Omnibus Stock Incentive Plan. 2,900 of the options are currently exercisable and 1,450 options become exercisable on 03/23/2009 and 03/23/2010.
- (6) The stock options were issued under The Home Depot, Inc. 2005 Omnibus Stock Incentive Plan and vest in 25% increments beginning on the second anniversary of the grant date.

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.