

Menear Craig A
Form 4
November 21, 2011

FORM 4

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

OMB APPROVAL

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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 *
Menear Craig A

(Last) (First) (Middle)
2455 PACES FERRY ROAD
(Street)

ATLANTA, GA 30339

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/06/2008

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)
EVP - Merchandising

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| \$.05 Common Stock | 11/06/2008 | | J | | 114 | A | \$ 0 | 114 | I | By Family Trust (for daughters) (1) |
| \$.05 Common Stock | 11/06/2008 | | J | | 114 | A | \$ 0 | 228 | I | By Family Trust (for daughters) (1) |
| \$.05 Common Stock | 11/18/2011 | | J | | 114 | D | \$ 37.75 | 114 | I | By Family Trust (for daughters) (1) |

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| | | | | | | | | |
|--|------------|---|-----|---|-------------|--------------|---|--|
| \$0.05 Common Stock | 11/18/2011 | J | 114 | D | \$ 37.74 | 0 | I | By Family Trust (for daughters) (1) |
| \$0.05 Common Stock | | | | | | 185,114.9999 | D | |
| \$0.05 Common Stock Share Equivalents | | | | | | 6.6869 | I | By 401(k) |

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Menear Craig A 2455 PACES FERRY ROAD ATLANTA, GA 30339 | | | EVP - Merchandising | |

Signatures

/s/Stacy S. Ingram,
Attorney-in-Fact

11/21/2011

__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) Each of the Reporting Person's daughters is the beneficiary of a trust to which shares of common stock of the Company were transferred in connection with the settlement of the estate of the Reporting Person's aunt. At the time of such transfer, the Reporting Person was not trustee of the trusts, and neither the Reporting Person nor his daughters had investment control with respect to the trusts or the Company common stock held by the trusts. On November 6, 2008, the Reporting Person was named successor trustee to the trusts. Upon becoming trustee, the Reporting Person was deemed to have indirect beneficial ownership of the Company common stock held by the trusts for the benefit of his daughters.

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.