

BRENNEMAN GREGORY D  
Form 4  
February 24, 2012

**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 \*  
BRENNEMAN GREGORY D

(Last) (First) (Middle)

24 WATERWAY AVENUE, SUITE 750

(Street)

THE WOODLANDS, TX 77380

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/22/2012

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
\$.05 Common Stock	02/22/2012		M		3,750	A	\$ 40.95
\$.05 Common Stock	02/22/2012		M		1,250	A	\$ 33.86
\$.05 Common Stock	02/22/2012		M		5,000	A	\$ 32.49
\$.05 Common	02/22/2012		M		2,500	A	\$ 32.76

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Stock									
\$.05 Common Stock	02/22/2012		M	7,500	A	\$ 35.84	41,332		D
\$.05 Common Stock	02/22/2012		M	1,500	A	\$ 32.9	42,832		D
\$.05 Common Stock	02/22/2012		M	9,000	A	\$ 39.97	51,832		D
\$.05 Common Stock	02/22/2012		S	30,500	D	\$ 47.02	21,332		D
\$.05 Common Stock							50	I	By Son

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

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**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. Amount or Number of Shares
Stock Options	\$ 40.95	02/22/2012		M	3,750	<u>(1)</u> 05/28/2012	Common Stock	3,750
Stock Options	\$ 33.86	02/22/2012		M	1,250	<u>(1)</u> 08/21/2012	Common Stock	1,250
Stock Options	\$ 32.49	02/22/2012		M	5,000	<u>(1)</u> 05/30/2013	Common Stock	5,000
Stock Options	\$ 32.76	02/22/2012		M	2,500	<u>(1)</u> 08/20/2013	Common Stock	2,500

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Stock Options	\$ 35.84	02/22/2012		M	7,500	<u>(1)</u>	05/26/2014	Common Stock	7,500
Stock Options	\$ 32.9	02/22/2012		M	1,500	<u>(1)</u>	08/05/2014	Common Stock	1,500
Stock Options	\$ 39.97	02/22/2012		M	9,000	<u>(1)</u>	05/26/2015	Common Stock	9,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRENNEMAN GREGORY D 24 WATERWAY AVENUE SUITE 750 THE WOODLANDS, TX 77380	X			

## Signatures

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

02/24/2012

\*\*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.  
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