

HOME DEPOT INC

Form 4

May 22, 2006

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DONOVAN DENNIS M

(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)
05/18/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

EVP - Human Resources

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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	03/23/2006		A		6.5623 (1)	A \$ 0	740,627.0518 D
\$.05 Common Stock	05/18/2006		S		92,418	D \$ 39	511,806.0518 D
\$.05 Common Stock	05/18/2006		S		10,800	D \$ 38.87	501,006.0518 D
\$.05 Common	05/18/2006		S		100	D \$	500,906.0518 D
						38.86	

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Stock									
\$.05 Common Stock	05/18/2006	S	14,000	D	\$ 38.85	486,906.0518	D		
\$.05 Common Stock	05/18/2006	S	5,000	D	\$ 38.84	481,906.0518	D		
\$.05 Common Stock	05/18/2006	S	4,500	D	\$ 38.83	477,406.0518	D		
\$.05 Common Stock	05/18/2006	S	500	D	\$ 38.81	476,906.0518	D		
\$.05 Common Stock	05/18/2006	S	600	D	\$ 38.8	476,306.0518	D		
\$.05 Common Stock	05/18/2006	S	8,300	D	\$ 38.79	468,006.0518	D		
\$.05 Common Stock	05/18/2006	S	4,300	D	\$ 38.78	463,706.0518	D		
\$.05 Common Stock	05/18/2006	S	1,200	D	\$ 38.77	462,506.0518	D		
\$.05 Common Stock	05/18/2006	S	700	D	\$ 38.76	461,806.0518	D		
\$.05 Common Stock	05/18/2006	S	7,200	D	\$ 38.73	454,606.0518	D		
\$.05 Common Stock	05/18/2006	S	10,300	D	\$ 38.72	444,306.0518	D		
\$.05 Common Stock	05/18/2006	S	2,400	D	\$ 38.71	441,906.0518	D		
\$.05 Common Stock	05/18/2006	S	30,100	D	\$ 38.7	411,806.0518	D		
\$.05 Common Stock Share Equivalents	03/23/2006	A	3.2978 (1)	A	\$ 0	3.2978	I	By 401(k) Trust	

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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. Amount or Number of Shares
Restoration Plan Stock Units	(2)	03/23/2006		A	10.039 (1)	(2) (2)	Common Stock	10.039

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DONOVAN DENNIS M 2455 PACES FERRY ROAD ATLANTA, GA 30339	EVP - Human Resources

Signatures

/s/ Jonathan M. Gottsegen,
Attorney-in-Fact 05/22/2006

__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) Acquired pursuant to quarterly dividend.

(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.

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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