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COSTCO WHOLESALE CORP / NEW

Form 4

February 19, 2008

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

SECURITIES

Estimated average burden hours per response... 0.5

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

1(b).

(Print or Type Responses)

1. Name and Add LIBENSON R	•	_	2. Issuer Name and Ticker or Trading Symbol COSTCO WHOLESALE CORP	5. Relationship of Reporting Person(s) to Issuer		
			/NEW [COST]	(Check all applicable)		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director 10% Owner Officer (give title Other (specify		
4649 MORENA BLVD.			02/15/2008	below) below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
SAN DIEGO, CA 92117				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed A/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	02/15/2008		M	16,000	A	\$ 44.9688	62,803	D	
Common Stock	02/15/2008		M	12,000	A	\$ 52.5	74,803	D	
Common Stock	02/15/2008		M	12,000	A	\$ 43.79	86,803	D	
Common Stock	02/15/2008		S	40,000	D	<u>(1)</u>	46,803	D	
Common Stock	02/15/2008		J	25	D	<u>(2)</u>	46,778	D	

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Common	02/15/2008	J	25	Α	<u>(2)</u>	71,057	I	Family
Stock				A		/1,03/		Trust

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

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.

SEC 1474

(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)	Secu Acqu or Di (D)	rities nired (A) isposed of r. 3, 4,	Expiration Date (Month/Day/Year) A) d of		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
Stock Option	\$ 44.9688	02/15/2008		M		16,000	04/01/1999	04/01/2009	Common Stock	16,000
Stock Option	\$ 52.5	02/15/2008		M		12,000	04/03/2000	04/03/2010	Common Stock	12,000
Stock Option	\$ 43.79	02/15/2008		M		12,000	04/01/2005	04/01/2015	Common Stock	12,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
LIBENSON RICHARD M								
4649 MORENA BLVD.	X							
SAN DIEGO, CA 92117								

Signatures

Deanna K. Nakashima, attorney-in-fact 02/19/2008

**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)

Reporting Owners 2

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 $\begin{array}{c} \text{Sold as: } 900 \ @ \ 63.29 \ 3400 \ @ \ 63.295 \ 3400 \ @ \ 63.3 \ 100 \ @ \ 63.3075 \ 2918 \ @ \ 63.31 \ 2800 \ @ \ 63.315 \ 4360 \ @ \ 63.32 \ 200 \ @ \ 63.3225 \ 2940 \ @ \ 63.338 \ 800 \ @ \ 63.335 \ 1600 \ @ \ 63.34 \ 1600 \ @ \ 63.35 \ 1900 \ @ \ 63.355 \ 1400 \ @ \ 63.36 \ 2082 \ @ \ 63.37 \ 600 \ @ \ 63.375 \ 3300 \ @ \ 63.38 \ 1687 \ @ \ 63.385 \ 1010 \ @ \ 63.39 \ 600 \ @ \ 63.395 \ 500 \ @ \ 63.41 \ 400 \ @ \ 63.415 \ 400 \ @ \ 63.42 \ 100 \ @ \ 63.43 \ 100 \ @ \ 63.44 \ 300 \ @ \ 63.45 \ 300 \ @ \ 63.46 \ 100 \ @ \ 63.47 \ 200 \ @ \ 63.49 \ 3 \ @ \ 63.5 \end{array}$

(2) Transfer from direct to indirect.

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.