

COSTCO WHOLESALE CORP /NEW  
 Form 4  
 August 29, 2007

**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 \*  
**DICERCHIO RICHARD D**

2. Issuer Name and Ticker or Trading Symbol  
**COSTCO WHOLESALE CORP /NEW [COST]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 999 LAKE DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/23/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Senior Executive VP

ISSAQUAH, WA 98027  
 (City) (State) (Zip)

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

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	08/23/2007		M		14,700	A	\$ 36.9063 119,961 D
Common Stock	08/23/2007		S		14,700	D	\$ 61.7 105,261 D
Common Stock	08/24/2007		M		11,679	A	\$ 36.9603 116,940 D
Common Stock	08/24/2007		S		11,679	D	\$ 61.7 105,261 D
Common Stock	08/27/2007		M		58,621	A	\$ 36.9063 163,882 D

Common Stock 08/27/2007 S 58,621 D \$ 61.7171 105,261 D

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)	Amount or Number of Shares
Stock Option	\$ 36.9063	08/23/2007		M	14,700	02/09/1999 02/09/2009	Common Stock	14,700
Stock Option	\$ 36.9063	08/24/2007		M	11,679	02/09/1999 02/09/2009	Common Stock	11,679
Stock Option	\$ 36.9063	08/27/2007		M	58,621	02/09/1999 02/09/2009	Common Stock	58,621

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICERCHIO RICHARD D 999 LAKE DRIVE ISSAQUAH, WA 98027	X		Senior Executive VP	

## Signatures

Deanna K. Nakashima,  
attorney-in-fact 08/29/2007

\_\_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).

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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