Edgar Filing: LARSEN MARSHALL O - Form 4

LARSEN MA Form 4	ARSHALL O									
October 04, 2	011									
FORM	Л								APPROVAL	_
	UNITED	STATES		RITIES A shington,			COMMISSIO	N OMB Number:	3235-0)287
								d average ours per	/ 31, 2005 0.5	
(Print or Type Ro	esponses)									
	ldress of Reporting ARSHALL O		Symbol	er Name and S COMPA		c	5. Relationship Issuer	of Reporting F eck all applica		
(Last) (First) (Middle) 1000 LOWE'S BOULEVARD			3. Date of Earliest Transaction(Month/Day/Year)09/30/2011			Officer (give title Other (specify below) below)				
	(Street)			endment, Da nth/Day/Year	-	l	6. Individual or Applicable Line) _X_ Form filed by Form filed by	-	g Person	
MOORESVI	LLE, NC 28117	1					Person	whole than one	Reporting	
(City)	(State)	(Zip)	Tab	le I - Non-D	erivative	Securities A	cquired, Disposed	of, or Benefic	ially Owned	
	2. Transaction Date Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Transaction Code	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4)	Indirect	l
Reminder: Repo	rt on a separate line	for each cla	uss of sect	urities benefi	Person inform require	ns who rest ation cont ed to respo ys a curre	or indirectly. spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock (1)	<u>(2)</u>	09/30/2011	А		1,228.025		(2)	(2)	Common Stock	1,228.02

Reporting Owners

Reporting Owner Name / Address		Relationsh	ips				
	Director	10% Owner	Officer	Other			
LARSEN MARSHALL O 1000 LOWE'S BOULEVARD MOORESVILLE, NC 28117	Х						
Signatures							
By: Sandra Felton For: Marshal Larsen	ll O.	10/0	4/2011				
<u>**</u> Signature of Reporting Person		E	ate				
Evaluation of Responses:							

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) Represents the credit of deferred compensation to the Reporting Person's deferred stock account under the Lowe's Deferred Compensation Program.
- (2) The Reporting Person becomes entitled to the cash value of the phantom stock upon ceasing to be a director of Lowe's.
- (3) Includes the credit of dividends to the Reporting Person's deferred stock account under the Lowe's Deferred Compensation Program.

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.