

COSTCO WHOLESALE CORP /NEW
Form 4
November 21, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
MOULTON PAUL G

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)
11/20/2007

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

ISSAQUAH, WA 98027

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

(City) (State) (Zip)

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 | | |
| Common Stock | 11/20/2007 | | M | V | 15,000 A \$ 30.41 | 50,415 | D |
| Common Stock | 11/20/2007 | | M | V | 45,000 A \$ 33.75 | 95,415 | D |
| Common Stock | 11/20/2007 | | S | V | 60,000 D <u>1</u> | 35,415 | D |

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

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number.

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 | \$ 30.41 | 11/20/2007 | | M | 15,000 | 04/01/2003 04/01/2013 | Common Stock | 15,000 |
| Stock Option | \$ 33.75 | 11/20/2007 | | M | 45,000 | 04/01/2003 04/01/2013 | Common Stock | 45,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------|-------|
| | Director | 10% Owner | Officer | Other |
| MOULTON PAUL G 999 LAKE DRIVE ISSAQUAH, WA 98027 | | | Executive VP | |

Signatures

Deanna K. Nakashima,
attorney-in-fact

11/21/2007

__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).

(1) Shares Sold: 400 @ 65.67 45 @ 65.68 2063 @ 65.69 875 @ 65.7 300 @ 65.71 200 @ 65.725 1720 @ 65.73 700 @ 65.74 245 @ 65.75 1100 @ 65.77 5831 @ 65.78 100 @ 65.785 700 @ 65.79 4855 @ 65.8 100 @ 65.805 300 @ 65.81 300 @ 65.8101 100 @ 65.815 2020 @ 65.82 400 @ 65.83 1800 @ 65.84 2100 @ 65.85 100 @ 65.855 1372 @ 65.86 200 @ 65.8666 200 @ 65.87 100 @ 65.88 500 @ 65.89 300 @ 65.9 1100 @ 65.91 400 @ 65.92 1000 @ 65.94 200 @ 65.96 2240 @ 65.97 444 @ 65.98 100 @ 65.99 1800 @ 66.0 1169 @ 66.01 100 @ 66.0101 1100 @ 66.02 300 @ 66.03 100 @ 66.0301 13 @ 66.04 600 @ 66.05 1600 @ 66.06 820 @ 66.07 5000 @ 66.08 300 @ 66.085 2687 @ 66.09 700 @ 66.10 200 @ 66.1001 800 @ 66.11 100 @ 66.1101 700 @ 66.12 941 @ 66.13 910 @ 66.14 800 @ 66.15 665 @ 66.16 350 @ 66.17 1135 @ 66.18 100 @ 66.185 600 @ 66.19 200 @ 66.1901 300 @ 66.2 200 @ 66.2001 200 @ 66.205 500 @ 66.21 200 @ 66.215 300 @ 66.22

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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