LOWES COMPANIES INC

Form 4

Stock

Stock

Stock

Common

Common

December 16, 2010

| FORM | Л Л | | | | | | | OMB AF | PROVAL | | |
|-------------------------------------------|-----------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------------------------|--------------|------------------|----------------------|----------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------------------------------|--|--|
| · | UNITED | STATES SECT | URITIES Vashington | | | | OMMISSION | OMB Number: | 3235-028 | | |
| Check t | | • | v asiiiigtui | n, D.C. 2 | U3 4 7 | | | Expires: | January 31 | | |
| if no los subject Section Form 4 | to STATE! 16. or | TATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES | | | | | | Estimated average burden hours per response | | | |
| Form 5 obligati may co. See Inst | ons ntinue. Section 170 | rsuant to Section (a) of the Public 30(h) of the | Utility Ho | olding Co | mpar | ny Act of | 1935 or Section | | | | |
| (Print or Type | Responses) | | | | | | | | | | |
| | Address of Reporting CHARLES W JR | Symbo | suer Name ar ol VES COMF | | | 8 | 5. Relationship of l Issuer | | | | |
| (Last) | (First) (| | e of Earliest | | | | (Check all applicable) | | | | |
| 1000 LOW | E'S BOULEVAR | | (Month/Day/Year) 12/14/2010 | | | | Director 10% Owner X Officer (give title Other (specify below) EVP Merchandising | | | | |
| | (Street) | 4. If A | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | | |
| | | | Month/Day/Ye | ear) | | | Applicable Line) _X_ Form filed by O Form filed by Mo | | | | |
| MOORES | VILLE, NC 28117 | / | | | | | Person | ore than one re- | porung | | |
| (City) | (State) | (Zip) T | able I - Non- | -Derivativ | e Secu | rities Acqu | ired, Disposed of, | or Beneficial | ly Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Date, if Transactior Disposed of (D) Code (Instr. 3, 4 and 5) y/Year) (Instr. 8) | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | | | |
| Common Stock | 12/14/2010 | | F | 3,169 (1) | D | \$ 25.11 | 234,508 | D | | | |
| Common Stock | 12/15/2010 | | S | 10,751 | D | \$ 25.2474 (2) | 223,757 | D | | | |
| Common | | | | | | | 160 415 507 | T | By 401k | | |

Plan

by

Daughter

by Son-1

162,415.597 I

I

Ι

350

900

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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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of | 9. Nu |
|---------------------|---------------------------------------|---------------------|-------------------------|-----------------|--------------------------------|---------------------|--------------------|----------------------------|------------------------------|---------------------|-----------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration Date | | Amount of | | Derivative | Deriv |
| Security (Instr. 3) | or Exercise Price of Derivative | | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities | | Year) | Under Securi (Instr. | , , | Security (Instr. 5) | Secur Bene Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed of (D) | | | | | | Trans (Instr |
| | | | | | (Instr. 3, | | | | | | (msu |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

CANTER CHARLES W JR 1000 LOWE'S BOULEVARD MOORESVILLE, NC 28117

EVP Merchandising

Signatures

By: Sandra Felton For: Charles W.

Canter, Jr.

12/16/2010

**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).
- Reflects shares delivered by reporting person to satisfy withholding taxes due upon vesting of restricted shares granted on December 14, **(1)** 2007.

This transaction was executed in multiple trades at prices ranging from \$25.24 to \$25.2515. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Remarks:

The information provided for the shares held by the 401k Plan in this report are based on a plan statement dated as of Decemb

Reporting Owners 2

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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.