

LOWES COMPANIES INC
Form 4
May 20, 2005

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 *
MENSER MICHAEL K

(Last) (First) (Middle)

1000 LOWE'S BOULEVARD

(Street)

MOORESVILLE, NC 28117

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

LOWES COMPANIES INC [LOW]

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

05/18/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP/General Merchandise Manage

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 05/19/2005 | | M | | 11,166 A \$ 27.505 | 19,654 | D |
| Common Stock | 05/19/2005 | | S | | 11,166 D \$ 57.51 | 8,488 | D |
| Common Stock | 05/19/2005 | | M | | 5,080 A \$ 27.505 | 13,568 | D |
| Common Stock | 05/19/2005 | | S | | 5,080 D \$ 57.61 | 8,488 | D |
| Common Stock | 05/19/2005 | | M | | 10,900 A \$ 27.505 | 19,388 | D |

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| | | | | | | | |
|---------------------|------------|---|--------|---|-----------|--------|---|
| Common Stock | 05/19/2005 | S | 10,900 | D | \$ 57.52 | 8,488 | D |
| Common Stock | 05/19/2005 | M | 4,900 | A | \$ 27.505 | 13,388 | D |
| Common Stock | 05/19/2005 | S | 4,900 | D | \$ 57.53 | 8,488 | D |
| Common Stock | 05/19/2005 | M | 300 | A | \$ 27.505 | 8,788 | D |
| Common Stock | 05/19/2005 | S | 300 | D | \$ 57.54 | 8,488 | D |
| Common Stock | 05/19/2005 | M | 1,600 | A | \$ 27.505 | 10,088 | D |
| Common Stock | 05/19/2005 | S | 1,600 | D | \$ 57.55 | 8,488 | D |
| Common Stock | 05/19/2005 | M | 200 | A | \$ 27.505 | 8,688 | D |
| Common Stock | 05/19/2005 | S | 200 | D | \$ 57.56 | 8,488 | D |
| Common Stock | 05/19/2005 | M | 2,000 | A | \$ 27.505 | 10,488 | D |
| Common Stock | 05/19/2005 | S | 2,000 | D | \$ 57.59 | 8,488 | D |
| Common Stock | 05/19/2005 | M | 3,634 | A | \$ 27.505 | 12,122 | D |
| Common Stock (SOFE) | 05/18/2005 | S | 2,605 | D | \$ 56.9 | 444 | 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|

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| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Am or Num of S |
|---|-----------|------------|------|---|-----|--------|------------------|-----------------|--------------|----------------|
| Incentive Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 3,634 | 03/01/2004 | 03/02/2008 | Common Stock | 3, |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 11,166 | <u>(1)</u> | 03/02/2008 | Common Stock | 11 |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 5,080 | <u>(2)</u> | 03/02/2008 | Common Stock | 5, |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 10,900 | 03/01/2003 | 03/02/2008 | Common Stock | 10 |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 4,900 | 03/01/2002 | 03/02/2008 | Common Stock | 4, |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 300 | 03/01/2002 | 03/02/2008 | Common Stock | 3 |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 1,600 | 03/01/2002 | 03/02/2008 | Common Stock | 1, |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 200 | 03/01/2002 | 03/02/2008 | Common Stock | 2 |
| Non-Qualified Stock Option (right to buy) | \$ 27.505 | 05/19/2005 | M | | | 2,000 | 03/01/2002 | 03/02/2008 | Common Stock | 2, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MENSER MICHAEL K 1000 LOWE'S BOULEVARD MOORESVILLE, NC 28117 | | | SVP/General Merchandise Manage | |

Signatures

By: Janet Bernard For: Michael K. Menser

05/20/2005

__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) 1,540 of the 11,166 non-qualified stock options became exercisable on 3/1/03, and 9,626 became exercisable on 3/1/04.

(2) 4,260 of the 5,080 non-qualified stock options became exercisable on 3/1/02, and 820 became exercisable on 3/1/03.

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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