

HOME DEPOT INC  
Form 8-K  
January 08, 2007

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

**FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): January 4, 2007

**THE HOME DEPOT, INC.**

(Exact Name of Registrant as Specified in Charter)

Delaware

1-8207

95-3261426

(State or Other Jurisdiction  
of Incorporation)

(Commission File  
Number)

(IRS Employer  
Identification No.)

**2455 Paces Ferry Road, N.W. Atlanta, Georgia 30339**

(Address of Principal Executive Offices) (Zip Code)

**(770) 433-8211**

(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On January 4, 2007, the Board of Directors of the Company approved an amendment to Article II, Section 6 of the Company's Bylaws to require that two-thirds of the independent directors of the Board approve any compensation granted to the Company's Chief Executive Officer.

Item 9.01. Financial Statements and Exhibits.

| <b>Exhibit</b> | <b>Description</b>             |
|----------------|--------------------------------|
| 3.1            | Bylaws of The Home Depot, Inc. |

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE HOME DEPOT, INC.

By: /s/ Frank L. Fernandez  
Name: Frank L. Fernandez  
Title: Executive Vice President, Secretary  
and  
General Counsel

Date: January 8, 2007

EXHIBIT INDEX

| <b>Exhibit</b> | <b>Description</b>             |   |
|----------------|--------------------------------|---|
| 3.1            | Bylaws of The Home Depot, Inc. | 5 |