

COSTCO WHOLESALE CORP /NEW  
 Form 4  
 October 17, 2006

**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 \*  
 SINEGAL JAMES D

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)  
 10/16/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

ISSAQUAH, WA 98027  
 (City) (State) (Zip)

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

**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)
				(A) or (D) Price			
Common Stock	10/16/2006		S	200,000	D 1 548,481	D	
Common Stock					1,860,453	I	By LLC
Common Stock					4,776	I	By GRAT
Common Stock					4,776	I	By Spouse's GRAT

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with 10 columns: 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), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 9).

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships. Relationship categories: Director, 10% Owner, Officer, Other. Example: SINEGAL JAMES D, 999 LAKE DRIVE, ISSAQUAH, WA 98027, X, President and CEO.

Signatures

Deanna K. Nakashima, attorney-in-fact, 10/17/2006. \*\*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).
List of stock identifiers: # of Shares Price 3200 - 53.28 800 - 53.24 2900 - 53.23 100 - 53.24 2600 - 53.25 900 - 53.23 600 - 53.27 2400 - 53.26 700 - 53.28 600 - 53.28 4 - 53.26 400 - 53.25 800 - 53.23 8500 - 53.20 1000 - 53.20 1705 - 53.21 5400 - 53.20 11300 - 53.19 9400 - 53.19 300 - 53.19 100 - 53.18 4200 - 53.18 700 - 53.18 1600 - 53.21 95 - 53.17 900 - 53.16 300 - 53.16 8600 - 53.12 2765 - 53.12 100 - 53.11 2520 - 53.11 (1) 2200 - 53.09 400 - 53.09 4680 - 53.09 7700 - 53.10 200 - 53.07 3300 - 53.08 2000 - 53.08 1800 - 53.07 800 - 53.08 2000 - 53.13 500 - 53.13 1000 - 53.10 1700 - 53.11 1100 - 53.10 100 - 53.07 1111 - 53.03 600 - 52.98 2189 - 52.99 900 - 52.99 206 - 53.00 100 - 52.98 600 - 52.98 2900 - 52.95 5700 - 52.95 500 - 52.94 2300 - 52.94 200 - 52.94 3300 - 52.96 2897 - 52.93 1918 - 52.92 5646 - 52.92 300 - 52.93 2057 - 52.93 1540 - 52.91 9581 - 52.90 600 - 52.91 500 - 52.90 1600 - 52.89 700 - 52.88 3400 - 52.88 43686 - 52.80

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.