

COSTCO WHOLESALE CORP /NEW
 Form 5
 October 17, 2007

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
09/02/2007

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

999 LAKE DRIVE
 (Street)

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

6. Individual or Joint/Group Reporting
 (check applicable line)

ISSAQUAH, WA 98027

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Amount Price			
Common Stock	12/18/2006	Â	J ⁽¹⁾	7,991 A \$ 0	553,349	D	Â
Common Stock	12/18/2006	Â	J ⁽²⁾	7,991 A \$ 0	561,340	D	Â
Common Stock	04/23/2007	Â	J ⁽³⁾	13,168 A \$ 0	672,685	D	Â
Common Stock	04/23/2007	Â	J ⁽¹⁾	6,701 A \$ 0	679,386	D	Â

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Common Stock	04/23/2007	Â	<u>J</u> (2)	6,701	A	\$ 0	686,087	D	Â
Common Stock	12/18/2006	Â	<u>G</u> (4)	3,221	D	\$ 0	1,857,232	I	By LLC
Common Stock	12/18/2006	Â	<u>G</u> (4)	3,221	D	\$ 0	1,854,011	I	By LLC
Common Stock	12/18/2006	Â	<u>G</u> (4)	2,565	D	\$ 0	1,851,446	I	By LLC
Common Stock	12/18/2006	Â	<u>G</u> (4)	2,565	D	\$ 0	1,848,881	I	By LLC
Common Stock	12/18/2006	Â	<u>G</u> (4)	257	D	\$ 0	1,848,624	I	By LLC
Common Stock	12/18/2006	Â	<u>G</u> (4)	257	D	\$ 0	1,848,367	I	By LLC
Common Stock	04/23/2007	Â	<u>G</u> (3)	13,168	D	\$ 0	1,835,199	I	By LLC
Common Stock	04/23/2007	Â	<u>G</u> (4)	7,292	D	\$ 0	1,827,907	I	By LLC
Common Stock	04/23/2007	Â	<u>G</u> (4)	7,292	D	\$ 0	1,820,615	I	By LLC
Common Stock	04/23/2007	Â	<u>G</u> (4)	4,136	D	\$ 0	1,816,479	I	By LLC
Common Stock	04/23/2007	Â	<u>G</u> (4)	4,136	D	\$ 0	1,812,343	I	By LLC
Common Stock	04/23/2007	Â	<u>G</u> (4)	413	D	\$ 0	1,811,930	I	By LLC
Common Stock	04/23/2007	Â	<u>G</u> (4)	413	D	\$ 0	1,811,517	I	By LLC
Common Stock	12/18/2006	Â	<u>G</u> (4)	6,043	A	\$ 0	10,819	I	By GRAT
Common Stock	12/18/2006	Â	<u>G</u> (1)	7,991	D	\$ 0	2,828	I	By GRAT
Common Stock	04/23/2007	Â	<u>G</u> (4)	11,841	A	\$ 0	14,669	I	By GRAT
Common Stock	04/23/2007	Â	<u>G</u> (1)	6,701	D	\$ 0	7,968	I	By GRAT
Common Stock	12/18/2006	Â	<u>G</u> (4)	6,043	A	\$ 0	10,819	I	By Spouse's GRAT
Common Stock	12/18/2006	Â	<u>G</u> (2)	7,991	D	\$ 0	2,828	I	By Spouse's

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- (2) Represents shares distributed to spouse of reporting person by a GRAT of which she is the sole trustee.
- (3) Represents shares distributed from LLC to reporting person.
- (4) Represents transfer of shares from LLC co-managed by reporting person and spouse, each of whom holds a 50% ownership interest in the LLC, to two grantor retained annuity trusts ("GRAT"); reporting person and spouse are the sole trustees of their respective GRATs.

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