

SINEGAL JAMES D
 Form 4
 December 18, 2008

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 *
 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)
 12/15/2008

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

ISSAQUAH, WA 98027

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

(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 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 (D)	Price
Common Stock	12/15/2008		S		50,000	D	<u>(1)</u> <u>(2)</u> 579,766
Common Stock	12/15/2008		S		150,000	D	<u>(3)</u> <u>(4)</u> <u>(5)</u> 1,519,181
						I	By LLC

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

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SEC 1474
 (9-02)

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SINEGAL JAMES D 999 LAKE DRIVE ISSAQUAH, WA 98027	X		President and CEO	

Signatures

Deanna K. Nakashima,
attorney-in-fact

12/15/2008

__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) Quantity Share Price 1000 \$52.2800 100 \$52.2900 7447 \$52.3000 769 \$52.3100 330 \$52.3200 1801 \$52.3300 6206 \$52.3400 2400 \$52.3500 2800 \$52.3600 1550 \$52.3700 2450 \$52.3800 5652 \$52.3900 1895 \$52.4000 100 \$52.4050 500 \$52.4100 1200 \$52.5800 3600 \$52.6000 400 \$52.6100 300 \$52.6300 1200 \$52.6500 200 \$52.6600 1000 \$52.6700 100 \$52.6800 900 \$52.7000
- (2) 500 \$52.7100 100 \$52.7200 500 \$52.7500 600 \$52.7900 600 \$52.8000 200 \$52.8100 100 \$52.8150 600 \$52.8200 1000 \$52.8300 500 \$52.8400 600 \$52.8500 100 \$52.8600 100 \$52.8750 200 \$52.8900 100 \$52.9550 300 \$53.1900
- (3) Quantity Share Price 596 \$52.1300 200 \$52.1500 800 \$52.1600 100 \$52.1700 100 \$52.1800 600 \$52.2100 1800 \$52.2200 1200 \$52.2300 384 \$52.2400 2416 \$52.2500 475 \$52.2600 5600 \$52.2700 200 \$52.2800 1200 \$52.2900 10302 \$52.3000 2698 \$52.3100 1000 \$52.3200 100 \$52.3300 300 \$52.3400 6501 \$52.3500 100 \$52.3525 3500 \$52.3600 700 \$52.3650 2669 \$52.3700 8300 \$52.3800 400 \$52.3850 6996 \$52.3900 2800 \$52.4000 4 \$52.4100
- (4) 600 \$52.4200 700 \$52.4500 1100 \$52.4700 200 \$52.4900 1300 \$52.5000 2500 \$52.5100 2660 \$52.5200 399 \$52.5300 400 \$52.5350 3500 \$52.5400 900 \$52.5600 1700 \$52.5800 400 \$52.5900 3500 \$52.6100 100 \$52.6150 4400 \$52.6200 800 \$52.6300 2600 \$52.6400 3900 \$52.6500 2000 \$52.6600 1000 \$52.6700 1400 \$52.6800 1100 \$52.6900 500 \$52.7000 300 \$52.7100 200 \$52.8300 1800 \$52.8500 598 \$52.8600 1000 \$52.8750 200 \$52.8800
- (5) 1354 \$52.8900 3646 \$52.9000 100 \$52.9050 2182 \$52.9100 1518 \$52.9200 1600 \$52.9300 300 \$52.9400 2100 \$52.9500 3900 \$52.9600 228 \$52.9650 3191 \$52.9700 1900 \$52.9800 345 \$52.9900 2654 \$53.0000 600 \$53.0100 300 \$53.0200 200 \$53.0300 1100 \$53.0400 900 \$53.0500 800 \$53.0600 600 \$53.0800 600 \$53.0900 310 \$53.1000 1020 \$53.1100 1000 \$53.1200 2100 \$53.1300 500 \$53.1400 2980

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\$53.1500 1200 \$53.1600 2223 \$53.1700 1177 \$53.1800 800 \$53.1900 1184 \$53.2000 300 \$53.2300 390 \$53.2500 600 \$53.2700 200
\$53.2800 100 \$53.2900

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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