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COSTCO WHOLESALE CORP / NEW

Form 4

October 24, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * LAZARUS FRANZ E

2. Issuer Name and Ticker or Trading Symbol

Issuer

COSTCO WHOLESALE CORP /NEW [COST]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Middle) (Last) (First)

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

10/22/2013

X_ Officer (give title below)

Director

10% Owner _ Other (specify

999 LAKE DRIVE

4. If Amendment, Date Original

Executive VP

Applicable Line)

X Form filed by One Reporting Person

6. Individual or Joint/Group Filing(Check

(Street)

Filed(Month/Day/Year)

Form filed by More than One Reporting Person

ISSAQUAH, WA 98027

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y 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 or(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
C			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(IIISU: 4)	
Common Stock	10/22/2013		F	753	D	117.81 (1)	57,472	D	
Common Stock	10/22/2013		F	753	D	\$ 117.81 (1)	56,719	D	
Common Stock	10/22/2013		F	753	D	\$ 117.81 (1)	55,966	D	
Common Stock	10/22/2013		F	753	D	\$ 117.81	55,213	D	

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Common Stock 10/22/2013 F 1,505 D 117.81 53,708 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transac Code (Instr. 8	5. etionNumber of S) Derivati Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day. ve es d	Pate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
				Code	V (A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LAZARUS FRANZ E 999 LAKE DRIVE ISSAQUAH, WA 98027

Executive VP

Signatures

Deanna K. Nakashima, 10/24/2013 attorney-in-fact

**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) This transaction is a withholding by the Company for taxes in connection with the vesting of previously granted restricted stock units. The price represents the closing market price of Costco common stock on NASDAQ on October 22, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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