

LOWES COMPANIES INC  
Form 8-K  
November 23, 2011

**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) November 16, 2011

**LOWE S COMPANIES, INC.**

(Exact Name of Registrant as Specified in Charter)

North Carolina  
(State or Other Jurisdiction)

1-7898  
(Commission)

56-0578072  
(IRS Employer)

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(State of Incorporation)

(File Number)

(Identification No.)

**1000 Lowe s Blvd., Mooresville, NC**  
(Address of Principal Executive Offices)

**28117**  
(Zip Code)

**Registrant s telephone number, including area code (704) 758-1000**

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))

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

- 1.1 Underwriting Agreement, dated as of November 16, 2011, by and among Lowe's Companies, Inc., J.P. Morgan Securities LLC, Merrill Lynch, Pierce, Fenner & Smith Incorporated and SunTrust Robinson Humphrey, Inc., as representatives of the several underwriters named therein
- 4.1 Eighth Supplemental Indenture, dated as of November 23, 2011, between Lowe's Companies, Inc. and The Bank of New York Mellon Trust Company, N.A., as trustee
- 4.2 Form of 3.800% Note due 2021 (included in Exhibit 4.1)
- 4.3 Form of 5.125% Note due 2041 (included in Exhibit 4.1)
- 5.1 Opinion of Moore & Van Allen PLLC

**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.

**LOWE S COMPANIES, INC.**

Date: November 23, 2011

/s/ Matthew V. Hollifield  
By: Matthew V. Hollifield  
Senior Vice President and  
Chief Accounting Officer

**INDEX TO EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
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