

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)

Edgar Filing: LOWES COMPANIES INC - Form 8-K

(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>
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