

Schumacher Kurt R
 Form 4/A
 December 19, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Schumacher Kurt R

2. Issuer Name and Ticker or Trading Symbol
 ADVANCE AUTO PARTS INC
 [AAP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 SVP, National Field Operations

(Last) (First) (Middle)
 ADVANCE AUTO PARTS,
 INC., 5008 AIRPORT RD
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/01/2012

ROANOKE, VA 24012

4. If Amendment, Date Original
 Filed(Month/Day/Year)
 12/05/2012

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	12/01/2012		F	167 ⁽¹⁾ D \$ 73.15	7,980	D	
Common Stock	12/03/2012		A	715 ⁽²⁾ ₍₃₎ A ₍₂₎ 8,695 ₍₃₎		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)

Edgar Filing: Schumacher Kurt R - Form 4/A

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)
Stock Appreciation Right	\$ 73.17	12/03/2012		A	8,175 (2) (4)	(2) 12/03/2019	Common Stock 8,175 (4)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schumacher Kurt R ADVANCE AUTO PARTS, INC. 5008 AIRPORT RD ROANOKE, VA 24012			SVP, National Field Operations	

Signatures

/s/ Rachel E. Geiersbach, as Attorney-in-Fact for Kurt R. Schumacher
 12/19/2012

 **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) Represents shares withheld to satisfy a tax withholding obligation upon the vesting of restricted stock.
 The reported amount of restricted stock units (RSUs) and stock appreciation rights (SARs), collectively, represents the 50% portion of a target equity award that is subject to time vesting in three approximately equal annual installments beginning one year from the grant date. The remaining 50% of the target equity award may vest on March 1, 2016, if the registrant achieves certain pre-determined financial performance targets, subject to certification by the registrant's Compensation Committee. In addition, if the registrant's financial performance exceeds the target levels, the reporting person may receive additional RSUs and SARs up to a maximum of an additional 100% of the target award level.
- (3) On December 5, 2012 the Reporting Person filed a Form 4 incorrectly reporting a grant of 641 RSUs when in fact 715 RSUs were granted. As of December 19, 2012 the amount of securities beneficially owned following all reported transactions is 8,697.
- (4) On December 5, 2012 the Reporting Person filed a Form 4 incorrectly reporting a grant of 7,329 SARs when in fact 8,175 SARs were granted.

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

Edgar Filing: Schumacher Kurt R - Form 4/A

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