O REILLY AUTOMOTIVE INC

Form 4

December 30, 2014

December 5	0, 2014												
FORM 4 UNITED STATES SECURITIES AND						AND ES	хсн	ANGE (COMMISSION	OMB APPROVAL			
Cl. 1.1	DIMIL	Washington, D.C. 20549							OMB Number:	3235-0287			
Check the if no lon	iger STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires:	January 31, 2005		
subject t Section	10									Estimated average burden hours per			
Form 4 o	rsuant to S	to Section 16(a) of the Securities Exchang						e Act of 1934.	response.	0.5			
obligation may con <i>See</i> Instraction 1(b).	ons Section 170	(a) of the	Public U	Jtility	Hol	ding Co	ompa	_	f 1935 or Section	n			
(Print or Type	Responses)												
1. Name and Address of Reporting Person * OREILLY DAVID E			2. Issuer Name and Ticker or Trading Symbol O REILLY AUTOMOTIVE INC [ORLY]						5. Relationship of Reporting Person(s) to Issuer				
									(Check all applicable)				
(Last)	(First) (Middle)				ransactio	n		X Director X Officer (give		0% Owner ther (specify		
233 S. PAT	(Month/Day/Year) 12/11/2014						below) below) CHAIRMAN OF THE BOARD						
				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)			, ,	s	C	•,•	Person				
1.Title of	2. Transaction Date	_		3.	lon-l				uired, Disposed of 5. Amount of	f, or Benefici 6.	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Execution any (Month/D	Date, if	Transa Code (Instr.	. 8)	4. Secur n(A) or D (Instr. 3)	Oispose, 4 and (A) or	ed of (D)	Securities Beneficially Owned	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)		
Common Stock	12/11/2014			G	V	560	D	\$ 191.87	1,102,055 (1)	I	Indirectly as trustee for reporting person's children and a GRAT, and in the Company's		

401k plan.

290,751 (2) D

Edgar Filing: O REILLY AUTOMOTIVE INC - Form 4

Common Stock

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)

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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address			Relationships
	D' (1007 0	O.C.

Director 10% Owner Officer Other

OREILLY DAVID E
233 S. PATTERSON AVE X
SPRINGFIELD, MO 65802

CHAIRMAN OF THE BOARD

Signatures

/s/ David

O'Reilly 12/30/2014

**Signature of Date
Reporting Person

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) Total includes 1,065,632 shares held as trustee for reporting person's children, 28,846 shares held as trustee of a Grantor Retained Annuity Trust (GRAT) and 7,577 shares held in the Company's 401k Plan.
- (2) Total includes 5,402 restricted shares awarded under the Company's Performance Incentive Plan and 285,349 shares held directly by Mr. O'Reilly.

Reporting Owners 2

Edgar Filing: O REILLY AUTOMOTIVE INC - Form 4

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