

O REILLY AUTOMOTIVE INC  
 Form 3  
 November 26, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

|  |   |  |   |   |  |
|--|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â CHILDERS BYRON K</p> <p>(Last) (First) (Middle)</p> <p>233 SOUTH PATTERSON AVENUE</p> <p>(Street)</p> <p>SPRINGFIELD,Â MOÂ 65802</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/24/2014</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>O REILLY AUTOMOTIVE INC [ORLY]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/> <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>                 (give title below) (specify below)<br/>                 SVP OF WESTERN STORE OPS/SALES</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/> <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|---|--|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 822 <sup>(1)</sup>                                    | D  | Â   |
| Common Stock                    | 3,224   | I  | Indirectly in the Company's 401k Plan.                |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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|  | Date Exercisable          | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--|---------------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Nonqualified employee stock options (right to buy) | 07/11/2009 <sup>(2)</sup> | 07/11/2018      | Common Stock        | 40,000                     | \$ 22.65                     | D  | Â          |
| Nonqualified employee stock options (right to buy) | 03/04/2012 <sup>(2)</sup> | 03/04/2021      | Common Stock        | 5,000                      | \$ 56.38                     | D  | Â          |
| Nonqualified employee stock options (right to buy) | 03/02/2013 <sup>(2)</sup> | 03/02/2022      | Common Stock        | 5,000                      | \$ 88.33                     | D  | Â          |
| Nonqualified employee stock options (right to buy) | 03/01/2014 <sup>(2)</sup> | 03/01/2023      | Common Stock        | 5,000                      | \$ 102.62                    | D  | Â          |
| Nonqualified employee stock options (right to buy) | 03/13/2015 <sup>(2)</sup> | 03/13/2024      | Common Stock        | 5,000                      | \$ 146.68                    | D  | Â          |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                                | Other |
|---|---------------|-----------|---------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer |                                |       |
| CHILDERS BYRON K<br>233 SOUTH PATTERSON AVENUE<br>SPRINGFIELD, MO 65802 | Â             | Â         | Â       | SVP OF WESTERN STORE OPS/SALES | Â     |

## Signatures

/s/ Byron K Childers 11/26/2014

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 63 shares held under the Company's Employee Stock Purchase Plan, 271 restricted shares awarded under the Company's Performance Incentive Plan and 488 shares held directly by Mr. Childers.
- (2) The options vest in four equal annual installments beginning on this date.

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.