O REILLY AUTOMOTIVE INC

Form 4 May 04, 2015

FORM 4

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

OMB

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires: 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * OREILLY LAWRENCE P	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) 233 S. PATTERSON AVE	3. Date of Earliest Transaction (Month/Day/Year) 04/30/2015	_X Director 10% Owner Officer (give title Other (specify below)		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Chec Applicable Line) _X_ Form filed by One Reporting Person		
SPRINGFIELD, MO 65802		Form filed by More than One Reporting Person		

(City)	(State)	(Zip)	Table I. Non Derivative Securities Acquired Disposed of or Repeticially O

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			Securities C Beneficially F Owned I	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	(IIISU: 4)
Common Stock	04/30/2015	M	5,000	A	\$ 22.65	225,887	D	
Common Stock	04/30/2015	S	5,000	D	\$ 220.0128	220,887	D	

Indirectly in a family limited partnership and as

Common Stock

103,037 (1) I

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

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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	2.	3. Transaction Date		4.	5. Number	6. Date Exercisab	le and	7. Title and	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	prof Derivative	Expiration Date		Underlying Secur	
Security	or Exercise		any	Code	Securities	(Month/Day/Year	:)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired				
	Derivative				(A) or				
	Security				Disposed of				
					(D)				
					(Instr. 3, 4,				
					and 5)				
						Date Exercisable	Expiration Date	Title	Am or Nur
				Code V	(A) (D)		Build		of Sha
Nonqualified									
director stock options (right	\$ 22.65	04/30/2015		M	5,000	01/11/2009(2)	07/11/2015	Common Stock	5,0

Reporting Owners

Reporting Owner Name / Address	Relationships					
Transfer and an area and an area	Director	10% Owner	Officer	Other		
OREILLY LAWRENCE P 233 S. PATTERSON AVE SPRINGFIELD, MO 65802	X					

Signatures

to buy)

/s/ Larry
O'Reilly

**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) Total includes 25,020 shares held as a principal of a family limited partnership and 78,017 shares held as trustee of a Grantor Retained Annuity Trust (GRAT).
- (2) The options become fully vested six months after grant date.

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

Reporting Owners 2

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