Edgar Filing: O REILLY AUTOMOTIVE INC - Form 4

O REILLY AUTOMOTIVE INC

Form 4

February 27, 2008

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

OMB Number:

3235-0287

2005

0.5

Check this box if no longer subject to Section 16.

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

January 31, Expires:

OMB APPROVAL

Estimated average burden hours per

response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(City)

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * **BURCHFIELD JAY D**

(First)

(State)

02/25/2008

2. Issuer Name and Ticker or Trading

Issuer

Symbol

O REILLY AUTOMOTIVE INC [ORLY]

(Check all applicable)

3. Date of Earliest Transaction

X_ Director 10% Owner Other (specify Officer (give title

6. Individual or Joint/Group Filing(Check

D

5. Relationship of Reporting Person(s) to

(Month/Day/Year) 233 S PATTERSON AVE 02/25/2008

(Street)

(Middle)

(Zip)

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

\$ 28.26 20,693

below)

SPRINGFIELD, MO 65802

						-	· •		•
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Ac	quired (A)	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction	onor Dispos	ed of ((D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and 5	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			C-J- V	A	or	D	(Instr. 3 and 4)		
~			Code V	Amount	(D)	Price			
Common	02/25/2008		M/K	20,000	A	\$	28,000	D	
Stock	02/23/2000		111/11	(1)	11	10.325	20,000	D	

7,307

D

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

M/K

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: O REILLY AUTOMOTIVE INC - Form 4

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)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non qualified stock options (right to buy)	\$ 10.325	02/25/2008		M/K		20,000	10/23/2001	04/22/2008	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

BURCHFIELD JAY D 233 S PATTERSON AVE X SPRINGFIELD, MO 65802

Signatures

Jay Burchfield 02/27/2008

**Signature of 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) Mr. Burchfield exercised non qualified stock options due to pending expiration of the option grant that would have occurred on April 22, 2008.
- Mr. Burchfield exchanged 7,307 shares of O'Reilly stock, that he has owned for a period of at least six months prior to February 25, 2008,
 (2) and that have a fair market value of \$28.26 per share in order to satisfy the exercise price of \$10.325 per share for his exercise of 20,000 O'Reilly stock options.

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.

Reporting Owners 2