Edgar Filing: JOHNS MICHAEL M E - Form 4

Form 4	ICHAEL M E									
April 21, 20								PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB Number:	3235-0287	7		
if no lo subject Section Form 4 Form 5	to 16. or Filed pur	Washington, D.C. 20549 CHANGES IN BENEFICIAL OWNERS SECURITIES ection 16(a) of the Securities Exchange Act of				Expires: Estimated burden hou response	urs per	5		
1(b).	ions Section 17(truction	(a) of the Pu		lolding Co	mpany Act	t of 1935 or Sectio	on			
(Print or Type	e Kesponses)									
1. Name and Address of Reporting Person <u>*</u> JOHNS MICHAEL M E			2. Issuer Name and Ticker or Trading Symbol GENUINE PARTS CO [GPC]			5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (. Date of Earlies			(Che				
GENUINE COMPAN PKWY	E PARTS IY, 2999 CIRCLE	C	Month/Day/Yea 14/20/2011	r)		X Director Officer (give below)		% Owner her (specify		
(Street)			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 				
ATLANT	A, GA 30339					Form filed by I Person	More than One R	eporting		
(City)	(State)	(Zip)	Table I - No	on-Derivative	e Securities A	Acquired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution D any	Code 'Year) (Instr. 8	 4. Securi 2. Securi 2. Disposed 3) (Instr. 3, V Amount 	(A) or d of (D) 4 and 5) (A) or	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: R	eport on a separate line	e for each clas	s of securities be	eneficially ow	vned directly	or indirectly.				
				infor requi	mation con ired to resp ays a curre	spond to the collec tained in this form ond unless the for ntly valid OMB cou	are not m	SEC 1474 (9-02)		
	Tab		tive Securities A 1ts, calls, warra			• Beneficially Owned securities)				
1. Title of Derivative		saction Date /Day/Year)	3A. Deemed Execution Date,	4. if Transac	5. tionNumber	6. Date Exercisable Expiration Date		and Amount of ing Securities	8. Price of Derivative	

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	/Year)	(Instr. 3 and	4)	Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares	\$ 0 <u>(1)</u>	04/20/2011		А	24	(2)	(2)	Common Stock	24	\$ 52.74

Reporting Owners

Reporting Owner Name / Address		Relationsh	nips			
	Director	10% Owner	Officer	Other		
JOHNS MICHAEL M E GENUINE PARTS COMPANY 2999 CIRCLE 75 PKWY ATLANTA, GA 30339	Х					
Signatures						
Carol B. Yancey Attorney in Fact	04/	21/2011				
**Signature of Reporting Person		Date				
Evaluation of Responses:						

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) Security converts to Common Stock on a one for one basis.
- (2) Exercisable and expiration date is equal to effective retirement 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.