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GENUINE PARTS CO Form 5 February 06, 2015 FORM 5

Check this box if

no longer subject

to Section 16.

5 obligations

may continue. See Instruction

1(b).

Reported

1 Name and Address of Penerting Person *

ATLANTA, GAÂ 30305

Form 4 Transactions Reported

Form 4 or Form

OMB APPROVAL OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 January 31, Expires: 2005 **ANNUAL STATEMENT OF CHANGES IN BENEFICIAL** Estimated average burden hours per **OWNERSHIP OF SECURITIES** response... 1.0 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 2 Januar Nama and Tiakar or Tradina 5 Palationship of Paparting Parson(s) to

1. Name and Address of Reporting Person _			2. Issuer Name and Ticker of Trading	5. Relationship of Reporting Person(s) to			
LOUDERMILK ROBERT C JR			Symbol	Issuer			
			GENUINE PARTS CO [GPC] (Check all applicab)				
(Last)	(Last) (First) (Middle)		3. Statement for Issuer's Fiscal Year Ended	(check an applicable)			
			(Month/Day/Year)	X Director 10% Owner			
			12/31/2014	Officer (give title Other (specify			
309 E PACES FERRY ROAD NE		OAD NE		below) below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Reporting			
			Filed(Month/Day/Year)				

(check applicable line)

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

(City)	(State) (A	Zip) Table	e I - Non-Deri	vative Sec	curitie	s Acqu	ired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi Acquired Disposed (Instr. 3, Amount	d (A) of d of (D 4 and (A) or))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	10,117 <u>(1)</u>	D	Â

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 2270 (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	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Underlying Securities	Deriva

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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)	Securit (Instr.
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares	Â	Â	Â	Â	Â	(<u>3)</u>	(<u>3)</u>	Common Stock	4,109	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
LOUDERMILK ROBERT C JR 309 E PACES FERRY ROAD NE ATLANTA, GA 30305	X	Â	Â	Â		
Signatures						
David A. Haskett Attorney in Fact	02/06/	2015				
**Signature of Reporting Person	Dat	te				

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) Includes 206 shares acquired through dividend reinvestment program.
- (2) Security converts to Common Stock on a one for one basis.
- (3) 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 provided 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.