

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)

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

**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	554 <sup>(1)</sup>	D	Â
Common Stock	1,000	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)

**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.**

**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) 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)	01/01/2008 <sup>(2)</sup>	01/01/2017	Common Stock	8,500	\$ 32.19	D	Â
Nonqualified employee stock options (right to buy)	07/11/2009 <sup>(2)</sup>	07/11/2018	Common Stock	14,000	\$ 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			
	Director	10% Owner	Officer	Other
BECKHAM BRAD W 233 SOUTH PATTERSON AVENUE SPRINGFIELD, MO 65802	Â	Â	Â SVP OF EASTERN STORE OPS/SALES	Â

## Signatures

/s/ Brad Beckham  
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 34 shares held under the Company's Employee Stock Purchase Plan, 202 restricted shares awarded under the Company's Performance Incentive Plan and 318 shares held directly by Mr. Beckham.
- (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.

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