



Section 8 - Other Events

Item 8.01 Other Events

On August 25, 2017, Greg Henslee, Chief Executive Officer of O'Reilly Automotive, Inc. (the "Company"), established a plan in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, for the trading of the Company's common stock. The plan provides for option exercises and subsequent sales of specified share amounts at specific market prices, subject to specified limitations. The plan was established for the purpose of facilitating the exercise and subsequent sale of stock options with a ten-year contractual life that are due to expire in July of 2018. The plan was established during the Company's unrestricted trading window and at a time when Mr. Henslee was not in possession of material, non-public information about the Company. Mr. Henslee has informed the Company that he will publicly disclose, as required by federal securities laws, any option exercises and stock sales made under this plan.

On August 25, 2017, Larry O'Reilly, Vice Chairman of the Board of the Company, established a plan in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, for the trading of the Company's common stock. The plan provides for sales of specified share amounts at specific market prices, subject to specified limitations. The plan was established during the Company's unrestricted trading window and at a time when Mr. O'Reilly was not in possession of material, non-public information about the Company. Mr. O'Reilly has informed the Company that he will publicly disclose, as required by federal securities laws, any stock sales made under this plan.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 31, 2017 O'REILLY AUTOMOTIVE, INC.

By: /s/ Thomas McFall  
Thomas McFall  
Executive Vice President and Chief Financial Officer  
(principal financial and accounting officer)