McCready David Form 5 February 14, 2006

12/31/2005

Common

Stock

12/31/2005

J

246

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer McCready David Symbol O REILLY AUTOMOTIVE INC (Check all applicable) [ORLY] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner _ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2005 **SVP** Distribution 233 S PATTERSON AVE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) SPRINGFIELD, Â MOÂ 65801 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount 7. Nature of Transaction Ownership Indirect Security (Month/Day/Year) Execution Date, if (A) or Disposed of (D) of Securities (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned at Direct (D) Ownership end of or Indirect (Instr. 4) Issuer's (I) Fiscal Year (Instr. 4) (A) (Instr. 3 and 4) Amount (D) Price Indirectly through the Common 12/31/2005 \$ (1) Ι 12/31/2005 J 97 103 Stock Company's 401K Plan.

\$ (2)

990

I

Directly

through the Company's **Employee**

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| | | | | | | | | | Stock Purchase Plan. |
|-----------------|------------|------------|---|-----|---|----------------------------|-----|---|---|
| Common Stock | 12/31/2005 | 12/31/2005 | J | 108 | A | \$ 11.915 (3) | 532 | D | Â |
| Common Stock | 12/31/2005 | 12/31/2005 | J | 112 | A | \$ 19.58 (3) | 644 | D | Â |
| Common Stock | 12/31/2005 | 12/31/2005 | J | 96 | A | \$ 24.585 (3) | 740 | D | Â |
| Common Stock | 12/31/2005 | 12/31/2005 | J | 96 | D | \$ 24.585 <u>(6)</u> | 522 | I | Held in escrow under Performance Incentive Plan 2004. |
| Common Stock | 12/31/2005 | 12/31/2005 | J | 112 | D | \$ 19.58 (5) | 410 | I | Held in escrow under Performance Incentive Plan 2003. |
| Common Stock | 12/31/2005 | 12/31/2005 | J | 108 | D | \$ 11.915 (4) | 302 | I | Held in escrow under Performance Incentive Plan 2002. |
| | | | | | | | | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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.

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Tit | le and | 8. Price of | 9. |
|-------------|-------------|---------------------|--|-------------|------------|---------------|-------------|------------|--------------|-------------|----|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | Number | Expiration D | ate | Amou | ınt of | Derivative | of |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Unde | rlying | Security | D |
| (Instr. 3) | Price of | | (Month/Day/Year) (Instr. 8) Derivative | | | Secur | rities | (Instr. 5) | Se | | |
| | Derivative | | | | Securities | | | (Instr | . 3 and 4) | | В |
| | Security | | | | Acquired | | | | | | О |
| | | | | | (A) or | | | | | | Eı |
| | | | | | Disposed | | | | | | Is |
| | | | | | of (D) | | | | | | Fi |
| | | | | | (Instr. 3, | | | | | | (I |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | | | | | | |
| | | | | | | Date | Expiration | Title | or Number | | |
| | | | | | | Exercisable | Date | Title | of | | |
| | | | | | (A) (D) | | | | Shares | | |
| | | | | | (A) (D) | | | | Shares | | |

SEC 2270

(9-02)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

McCready David

233 S PATTERSON AVE SVP Distribution SPRINGFIELD, MOÂ 65801

Signatures

David McCready 02/14/2006

**Signature of Date
Reporting Person

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) Change in shares held under the Company's 401K Plan for the year ended 12/31/05.
- (2) Change in shares held under the Company's Employee Stock Purchase Plan for the year ended 12/31/05.
- (3) Direct ownership increased by 316 shares that were released on December 31, 2005 from the 2002, 2003 and 2004 Performance Incentive Plan Escrow account.
- (4) The 2002 Performance Incentive Plan award relates to fiscal year 2002. Shares released in December 2005, that pertained to the 2002 Performance Incentive Plan are now reflected in direct ownership, see footnote 3.
- (5) The 2003 Performance Incentive Plan award relates to fiscal year 2003. Shares released in December 2005, that pertained to the 2003 Performance Incentive Plan are now reflected in direct ownership, see footnote 3.
- The 2004 Performance Incentive Plan award relates to fiscal year 2004. Shares released in December 2005, that pertained to the 2004 Performance Incentive Plan are now reflected in direct ownership, see footnote 3.

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.

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