Powell Sarah E Form 4 February 20, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Powell Sarah E

(First)

2. Issuer Name and Ticker or Trading Symbol

ADVANCE AUTO PARTS INC

[AAP]

(Middle) ADVANCE AUTO PARTS, 02/19/2013

INC., 5008 AIRPORT RD (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

3. Date of Earliest Transaction (Month/Day/Year) below)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

SVP, General Counsel & Sec

10% Owner

Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

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Number:

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response...

Estimated average

burden hours per

Applicable Line)

Director

_X__ Officer (give title

Issuer

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

ROANOKE, VA 24012

(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired ction(A) or Disposed of (D) (Instr. 3, 4 and 5)		Beneficially (D) or I Owned Indirect (I)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	02/19/2013		M	4,510	A	\$ 25.81	9,573	D	
Common Stock	02/19/2013		F	2,493 (1)	D	\$ 81.21	7,080	D	
Common Stock	02/19/2013		S	2,017	D	\$ 81.14 (2)	5,063	D	
Common Stock	02/20/2013		M	2,709	A	\$ 25.81	7,772	D	
	02/20/2013		F		D	\$ 80	6,257	D	

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Common	1,515	1,515					
Stock	(1)	(1)					
Common Stock	02/20/2013	S	1,194	D	\$ 80	5,063	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Stock Appreciation Rights	\$ 25.81	02/19/2013		M		4,510	03/01/2012	11/17/2015	Common Stock	4,510
Stock Appreciation Rights	\$ 25.81	02/20/2013		M		2,709	(3)	11/17/2015	Common Stock	2,709

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Powell Sarah E ADVANCE AUTO PARTS, INC. 5008 AIRPORT RD ROANOKE, VA 24012			SVP, General Counsel & Sec					
Signatures								
/s/ Rachel E. Geiersbach, as Attorney Powell	-in-Fact for Sa	nrah E.	02/20/2013					
**Signature of Reporting F		Date						

Reporting Owners 2

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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) Represents shares withheld to satisfy exercise price and tax withholding obligations upon the exercise of Stock Appreciation Rights.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$81.13 to \$81.15. The Reporting Person has provided to the Issuer, and undertakes to provide to any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (3) These shares became exercisable in three approximately equal annual installments beginning on November 17, 2009.

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.