Edgar Filing: GENUINE PARTS CO - Form 4

	PARTS CO									
Form 4	2007									
March 28, 2										
FORM	$\mathbf{M4}_{\text{UNITED}}$	STATES	SECU	DITIES		усналсі	E COMMISSION	т	PPROVAL	
	UNITED	SIAILS		ashington				OMB Number:	3235-0287	
Check				8	,			Expires:	January 31,	
if no lo subject		MENT OI	F CHAI	NGES IN	BENE	FICIAL O	WNERSHIP OF		2005	
Section				SECUI	RITIES	5		Estimated burden hou		
Form 4					_			response	•	
Form 5 obligati	i neu pu						inge Act of 1934,			
may co				•	•	• •	t of 1935 or Section	on		
See Inst	truction	30(n)	of the f	nvestmen	l Comp	any Act of	1940			
1(b).										
(Print or Type	e Responses)									
	Address of Reporting	Person [*]	2. Issuer Name and Ticker or Trading			or Trading	5. Relationship of Reporting Person(s) to			
ROLLINS		Symbol GENUINE PARTS CO [GPC]				Issuer				
						(Che	ck all applicabl	k all applicable)		
(Last)	(First) (Middle)	3. Date of	of Earliest T	ransactio	n		11	- /	
				Day/Year)			XDirector		% Owner	
2170 PIEL	MONT RD NE		03/27/2	2006			below)	e title Oth below)	er (specify	
	(Street)		4. If Am	endment, D	ate Origi	nal	6. Individual or J	Ioint/Group Fili	ng(Check	
				onth/Day/Yea	-		Applicable Line)	1	0	
							X Form filed by			
ATLANT	A, GA 30324						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tał	ole I - Non-	Derivati	ve Securities /	Acquired, Disposed (of. or Beneficia	llv Owned	
1.Title of	2. Transaction Date	24 Deem		3.	4. Secu		- · -	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution		J. Transactio				Form: Direct	Indirect	
(Instr. 3)	`` `	any		Code	Dispos	ed of (D)	Beneficially	(D) or Indirect		
		(Month/Da	(Month/Day/Year)		(Instr. 8) (Instr. 3, 4 and			(I) (Instr. 4)	Ownership	
							Reported	(Instr. 4)	(Instr. 4)	
						(A) or	Transaction(s)			
				Code V	Amour		(Instr. 3 and 4)			
Domindan D	mont on a concrete line	a far aaab al	oss of sos	unities hand	ficially	wood dinastly	on in dinastly			
Keminder: Re	eport on a separate line	e for each cl	ass of sec	unties bene	-	-	or indirectly. spond to the colle	ction of	SEC 1474	
							tained in this form		(9-02)	
							ond unless the for			
						olays a curre	ntly valid OMB co	ntrol		

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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Inst

	Derivative Security				(A) or Disposed (D) (Instr. 3, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	03/27/2006	А		1,500		(2)	(2)	Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ROLLINS GARY W 2170 PIEDMONT RD NE ATLANTA, GA 30324	Х					
Signatures						
Carol Yancey Attorney in Fact	03/2	8/2006				
<u>**</u> Signature of Reporting Person	Ι	Date				

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) Each restricted stock unit represents a vested right to receive one share of GPC common stock at a future date.
- (2) The restricted stock units vest immediately and convert to shares of GPC common stock on the earliest of (i) a change in control of GPC, (ii) the grantee's termination as a director of GPC by reason of death, disability or retirement, or (iii) March 27, 2011.

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.