

Stanton Alexander L  
Form 3  
October 11, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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 Stanton Alexander L                     |         | (Month/Day/Year)                     | TRACTOR SUPPLY CO /DE/ [TSCO]                      |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         |                                      |  |  |
| 200 POWELL PLACE                          |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| BRENTWOOD,Â TNÂ 37027                     |         |                                      | <input checked="" type="checkbox"/> Officer        | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Senior VP Supply Chain                             |  |

**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                    | 9,638   | D  | Â   |
| Common Stock                    | 8,098 <sup>(1)</sup>                                  | D  | Â   |
| Common Stock                    | 71  | I  | Stock Purchase 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<br>Exercisable | Expiration<br>Date | (Instr. 4)<br>Title         | Amount or<br>Number of<br>Shares | Price of<br>Derivative<br>Security | Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | (Instr. 5) |
|-----------------------|---------------------|--------------------|-----------------------------|----------------------------------|------------------------------------|---|------------|
| Employee Stock Option | 03/30/2007          | 03/30/2016         | Employee<br>Stock<br>Option | 3,011                            | \$ 33.2075                         | D   | Â          |
| Employee Stock Option | 03/30/2008          | 03/30/2016         | Employee<br>Stock<br>Option | 3,011                            | \$ 33.2075                         | D   | Â          |
| Employee Stock Option | 03/30/2009          | 03/30/2016         | Employee<br>Stock<br>Option | 3,011                            | \$ 33.2075                         | D   | Â          |
| Employee Stock Option | 03/30/2008          | 03/30/2016         | Employee<br>Stock<br>Option | 2,311                            | \$ 33.2075                         | D   | Â          |
| Employee Stock Option | 03/30/2009          | 03/30/2016         | Employee<br>Stock<br>Option | 3,656                            | \$ 33.2075                         | D   | Â          |
| Employee Stock Option | 02/07/2008          | 02/07/2017         | Employee<br>Stock<br>Option | 6,333                            | \$ 23.0825                         | D   | Â          |
| Employee Stock Option | 02/07/2009          | 02/07/2017         | Employee<br>Stock<br>Option | 6,333                            | \$ 23.0825                         | D   | Â          |
| Employee Stock Option | 02/07/2010          | 02/07/2017         | Employee<br>Stock<br>Option | 2,002                            | \$ 23.0825                         | D   | Â          |
| Employee Stock Option | 02/07/2010          | 02/07/2017         | Employee<br>Stock<br>Option | 2,200                            | \$ 23.0825                         | D   | Â          |
| Employee Stock Option | 02/04/2012          | 02/04/2019         | Employee<br>Stock<br>Option | 5,841                            | \$ 17.1175                         | D   | Â          |
| Employee Stock Option | 02/03/2011          | 02/03/2020         | Employee<br>Stock<br>Option | 5,758                            | \$ 26.2075                         | D   | Â          |
| Employee Stock Option | 02/03/2012          | 02/03/2020         | Employee<br>Stock<br>Option | 5,759                            | \$ 26.2075                         | D   | Â          |
| Employee Stock Option | 02/03/2013          | 02/03/2020         | Employee<br>Stock<br>Option | 5,759                            | \$ 26.2075                         | D   | Â          |

