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O REILLY AUTOMOTIVE INC
Form 8-K
July 29, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): July 27, 2004

O'REILLY AUTOMOTIVE, INC.

(Exact Name of Registrant as Specified in Its Charter)

Missouri

44-0618012

(State or Other Jurisdiction
of Incorporation)

(IRS Employer Identification No.)

233 S. Patterson
Springfield, Missouri 65802

(Address of Principal Executive Offices) (Zip Code)

417-862-6708

(Registrant's Telephone Number, Including Area Code)

(Not Applicable)

(Former name or former address, if changed since last report.)

ITEM 9. REGULATION FD DISCLOSURE

The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

SIGNATURE

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

Date: July 29, 2004

O'REILLY AUTOMOTIVE, INC.

By:/s/ James R. Batten

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James R. Batten
Executive Vice President of Finance
Chief Financial Officer and Treasurer
(principal financial officer)

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release dated July 27, 2004

FOR IMMEDIATE RELEASE

For further information contact:

David O'Reilly
James R. Batten
(417) 862-3333

O'REILLY AUTOMOTIVE, INC. REPORTS SECOND QUARTER RESULTS 12.1% OPERATING MARGIN 21.3% INCREASE IN NET INCOME

Springfield, MO, July 27, 2004 -- O'Reilly Automotive, Inc. ("O'Reilly" or "the Company") (Nasdaq: ORLY) today announced record revenues and earnings for the second quarter of 2004, representing 43 quarters of record revenues and earnings for O'Reilly since becoming a public company in April 1993.

Net income for the second quarter ended June 30, 2004, totaled \$32.7 million, up 21.3% from \$26.9 million for the same period in 2003. Diluted earnings per share for the second quarter of 2004 increased 18% to \$0.59 on 55.7 million shares compared to \$0.50 for the second quarter of 2003 on 54.2 million shares. Product sales for the second quarter ended June 30, 2004, totaled \$435.2 million, up 10.7% from \$393.1 million for the same period a year ago. Gross profit for the second quarter of 2004 increased to \$187.8 million (or 43.2% of product sales) from \$165.7 million (or 42.2% of product sales) for the second quarter of 2003, representing an increase of 13.3%.

Net income for the first six months of 2004 totaled \$59.8 million, up 28.1% from \$46.7 million for the same period a year ago. Diluted earnings per common share for the first six months of 2004 increased 25.6% to \$1.08 on 55.6 million shares compared to \$0.86 a year ago on 54.0 million shares. Product sales for the first six months of 2004 totaled \$838.5 million, up 14.5% from \$732.6 million for the same period a year ago. Gross profit for the first six months of 2004 increased to \$357.1 million (or 42.6% of product sales) from \$306.7 million (or 41.9% of product sales) for the same period a year ago, representing an increase of 16.5%.

Comparable store product sales for stores open at least one year increased 3.8% and 7.8% for the second quarter and first six months of 2004, respectively.

"We are pleased with our overall performance this quarter," said David O'Reilly,

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co-chairman and chief executive officer. "Despite unusually high amounts of rainfall in the South and significantly cooler temperatures throughout our markets, we posted a 3.8% increase in comparable store product sales for the quarter. We continue to generate positive free cash flow and ended the quarter with \$88 million in cash."

The Company will host a conference call Wednesday, July 28, 2004, at 10:00 a.m. central time to discuss its results, as well as future expectations. The call will be available by web cast at www.oreillyauto.com, www.vcall.com or www.streetevents.com. Investors may listen to the conference call live on the Company's web site, www.oreillyauto.com, by clicking "News". A replay will also be available on the web site shortly after the call.

O'Reilly Automotive, Inc. is one of the largest specialty retailers of automotive aftermarket parts, tools, supplies, equipment and accessories in the United States, serving both the do-it-yourself and professional installer markets. Founded in 1957 by the O'Reilly family, the Company operated 1,170 stores within the states of Alabama, Arkansas, Florida, Georgia, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Mississippi, Missouri, Nebraska, North Carolina, Oklahoma, Tennessee, Texas and Virginia as of June 30, 2004.

The Company claims the protection of the safe-harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. These statements discuss, among other things, expected growth, store development and expansion strategy, business strategies, future revenues and future performance. These forward-looking statements are based on estimates, projections, beliefs and assumptions and are not guarantees of future events and results. Such statements are subject to risks, uncertainties and assumptions, including, but not limited to, competition, product demand, the market for auto parts, the economy in general, inflation, consumer debt levels, governmental approvals, our ability to hire and retain qualified employees, risks associated with the integration of acquired businesses, weather, terrorist activities, war and the threat of war. Actual results may materially differ from anticipated results described in these forward-looking statements. Please refer to the Risk Factors sections of the Company's Form 10-K for the year ended December 31, 2003, for more details.

O'REILLY AUTOMOTIVE, INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30, 2004	December 31, 2003
	-----	-----
	(Unaudited)	(Note)
	(In thousands, except per share data)	
Assets		
Current assets:		
Cash and cash equivalents	\$ 88,117	\$ 21,094
Accounts receivable, net	60,573	52,235
Amounts receivable from vendors, net	51,603	50,695
Inventory	582,993	554,309
Deferred income taxes	2,393	4,753
Other current assets	7,084	4,399
	-----	-----
Total current assets	792,763	687,485

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Property and equipment, at cost	704,045	626,142
Accumulated depreciation	196,512	177,084
	-----	-----
Net property and equipment	507,533	449,058
Notes receivable	22,456	24,313
Other assets, net	29,963	26,736
	-----	-----
Total assets	\$ 1,352,715	\$ 1,187,592
	=====	=====
Liabilities and shareholders' equity		
Current liabilities:		
Income taxes payable	\$ 17,380	\$ 6,872
Accounts payable	258,987	176,513
Accrued payroll	19,447	17,307
Accrued benefits and withholdings	32,831	27,368
Other current liabilities	21,442	16,883
Current portion of long-term debt	776	925
	-----	-----
Total current liabilities	350,863	245,868
Long-term debt, less current portion	100,616	120,977
Deferred income taxes	35,400	29,448
Other liabilities	7,691	7,014
Shareholders' equity:		
Common stock, \$0.01 par value:		
Authorized shares - 90,000,000		
Issued and outstanding shares -		
55,108,052 at June 30, 2004,		
and 54,664,976 at December 31, 2003		
	551	547
Additional paid-in capital	316,769	302,691
Retained earnings	540,825	481,047
	-----	-----
Total shareholders' equity	858,145	784,285
	-----	-----
Total liabilities and shareholders' equity	\$ 1,352,715	\$ 1,187,592
	=====	=====

Note: The balance sheet at December 31, 2003, has been derived from the audited financial statements at that date, but does not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements.

O'REILLY AUTOMOTIVE, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

Three Months Ended June 30,		Six Months Ended June 30,	
-----	-----	-----	-----
2004	2003	2004	2003
-----	-----	-----	-----

(In thousands, except per share data)

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Product sales	\$ 435,167	\$ 393,112	\$ 838,461	\$ 732,587
Cost of goods sold, including warehouse and distribution expenses	247,409	227,399	481,365	425,928
Gross profit	187,758	165,713	357,096	306,659
Operating, selling, general and administrative expenses	135,193	120,987	260,759	228,592
Operating income	52,565	44,726	96,337	78,067
Other expense, net	(438)	(1,652)	(884)	(3,415)
Income before income taxes	52,127	43,074	95,453	74,652
Provision for income taxes	19,475	16,150	35,675	28,000
Net income	\$ 32,652	\$ 26,924	\$ 59,778	\$ 46,652
Net income per common share	\$ 0.59	\$ 0.50	\$ 1.09	\$ 0.87
Net income per common share - assuming dilution	\$ 0.59	\$ 0.50	\$ 1.08	\$ 0.86
Weighted-average common shares outstanding	54,934	53,634	54,814	53,518
Adjusted weighted-average common shares outstanding - assuming dilution	55,720	54,222	55,551	53,988

O'REILLY AUTOMOTIVE, INC. AND SUBSIDIARIES
 SELECTED FINANCIAL INFORMATION
 (Unaudited)

	June 30,	
	2004	2003
Inventory turnover (1)	1.7	1.6
Inventory turnover, net of payables (2)	2.6	2.1
AP to inventory (3)	44.4%	27.0%
Debt-to-capital (4)	10.6%	16.1%
Return on equity (5)	14.4%	13.6%
Return on assets (6)	9.3%	8.8%
Square footage (in thousands)	7,768	6,851
Store count:		
New stores, net (three months ended)	38	30
Total stores	1,170	1,041
Total employment	17,203	15,568

Three Months Ended
 June 30,

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	2004 -----	2003 -----
Other information (in thousands):		
Capital expenditures	\$ 41,669	\$ 35,409
Depreciation & amortization	\$ 11,670	\$ 10,211
Interest expense	\$ 975	\$ 2,075
Lease & rental expense	\$ 8,833	\$ 7,943
Sales per weighted-average square foot (7)	\$ 55.98	\$ 57.04
Sales per weighted-average store (in thousands) (8)	\$ 371	\$ 375

O'REILLY AUTOMOTIVE, INC. AND SUBSIDIARIES
RECONCILIATION OF FREE CASH FLOW TO OPERATING CASH FLOW
(Unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004 -----	2003 -----	2004 -----	2003 -----
	(In thousands)			
Net cash provided by operating activities	\$ 78,867	\$ 55,611	\$ 160,878	\$ 112,955
Capital expenditures	41,669	35,409	81,747	67,599
Free cash flow (1) (2)	\$ 37,198	\$ 20,202	\$ 79,131	\$ 45,356
	=====	=====	=====	=====