

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
O'REILLY AUTOMOTIVE, INC.		27-4358837	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
INVESTOR RELATIONS	(417) 829-5849	INVESTORRELATIONS@OREILLYAUTO.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and ZIP code of contact	
233 SOUTH PATTERSON AVE		SPRINGFIELD, MO 65802	
8 Date of action		9 Classification and description	
JUNE 9, 2025		15-FOR-1 COMMON STOCK SPLIT	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
67103H 107		ORLY	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► On March 13, 2025, O'Reilly Automotive, Inc. ("O'Reilly") announced that its Board of Directors approved a 15-for-1 stock split of O'Reilly's common stock, subject to shareholder approval of an amendment to O'Reilly's Articles of Incorporation to increase the number of authorized shares of common stock in order to facilitate the stock split (the "proposal") at its May 15, 2025, Annual Meeting of Shareholders (the "Annual Meeting"). At the Annual Meeting, the shareholders approved the proposal. The Annual Meeting voting results and amended Articles of Incorporation were filed on Form 8-K with the SEC on May 19, 2025. Each shareholder of record at the close of business on June 2, 2025, received 14 additional shares of common stock for each common stock share held. The record date for the 15-for-1 stock split was June 2, 2025, with the new shares distributed after market close on June 9, 2025. Shares of O'Reilly common stock began trading on a post-split basis at the market open on June 10, 2025, under the O'Reilly's existing trading symbol "ORLY".

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► As a result of the 15-for-1 stock split, shareholders received 14 additional shares for each share owned. In accordance with Internal Revenue Code Section 307(a), each shareholder is required to be allocated the aggregate tax basis in their shares held immediately prior to the 15-for-1 stock split among the shares of stock held immediately after the 15-for-1 stock split. As a result, the number of shares held by each shareholder were multiplied by 15, but each shareholder's total basis and proportionate interest in O'Reilly Automotive, Inc. remained the same.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► O'Reilly Automotive, Inc. cautions that the following is not tax advice and is provided only as guidance. Investors should consult their tax advisor. A shareholder will divide the basis in each share held before the stock split by 15 to determine the basis after the stock split in that share, as well as the basis in the additional new shares distributed from the stock split. The data that supports this calculation is each shareholder's basis immediately before the distribution and the number of shares issued in the distribution. The record date for the split was June 2, 2025, and the distribution date was after market close on June 9, 2025.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► The applicable Internal Revenue Code sections upon which the tax treatment is based are IRC Sections 305(a) and 307(a). Under IRC Section 305(a), the distribution is not taxable to shareholders. Under IRC Section 307(a), each shareholder's basis in their stock held before the stock split must be allocated between the stock held before the stock split and the additional new shares distributed from the stock split.

18 Can any resulting loss be recognized? ► For U.S. federal income tax purposes, no loss may be recognized by shareholders in connection with O'Reilly Automotive, Inc.'s 15-for-1 stock split. The laws of jurisdictions other than the United States may impose income taxes on the receipt of additional shares. As such, investors should consult their tax advisors with respect to the potential tax consequences in light of their individual circumstances.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The reportable tax year is 2025 for shareholders reporting taxable income on a calendar year basis. For shareholders reporting taxable income on a basis other than calendar year, the reportable year is the shareholder's tax year that includes June 9, 2025.

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
	Signature ► <u>Jeremy Fletcher</u>		Date ► <u>6/19/25</u>		
Paid Preparer Use Only	Print your name ► <u>Jeremy Fletcher</u>		Title ► <u>EVP & CFO</u>		
	Print/Type preparer's name		Preparer's signature		Date
	Firm's name ►		Firm's EIN ►		Check <input type="checkbox"/> if self-employed PTIN
	Firm's address ►		Phone no.		