

GENUINE PARTS CO  
Form 8-K  
February 28, 2012

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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):

February 28, 2012

Genuine Parts Company

(Exact name of registrant as specified in its charter)

Georgia

001-05690

58-0254510

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

2999 Circle 75 Pkwy, Atlanta, Georgia

30339

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

770.953.1700

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01 Other Events.**

On February 28, 2012 Genuine Parts Company (NYSE: GPC) announced that it has entered into a definitive merger agreement to acquire Quaker City Motor Parts Co. ("QCMP"), a long-standing NAPA distributor. Genuine Parts Company will purchase for cash all of the issued and outstanding common stock of QCMP. Consummation of the merger transaction is expected on or around May 1, 2012, and is contingent upon satisfaction of customary closing conditions and receipt of applicable regulatory approvals. The Company expects the acquired business to generate annual revenues of approximately \$300 million.

QCMP is headquartered in Middletown, Delaware, and serves approximately 271 NAPA AUTO PARTS stores in the mid-Atlantic region of the U.S., including eastern Pennsylvania, southern New Jersey, Maryland, Delaware, the District of Columbia, the northern counties of Virginia and northeastern tip of West Virginia.

A copy of the press release is furnished with this Current Report on Form 8-K as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press Release dated February 28, 2012

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**SIGNATURES**

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.

Genuine Parts Company

*February 28, 2012*

*By: Jerry W. Nix*

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*Name: Jerry W. Nix*

*Title: Vice Chairman and CFO*

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Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	Press Release dated February 28, 2012