

Crudele Anthony F  
 Form 4  
 February 13, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
 Crudele Anthony F

2. Issuer Name and Ticker or Trading Symbol  
 TRACTOR SUPPLY CO /DE/ [TSCO]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 200 POWELL PLACE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/12/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP-Chief Financial Officer

BRENTWOOD, TN 37027

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common stock	02/12/2013		M(1)		5,841	A(1)	\$ 17.1175	81,589	D	
Common stock								28,064	I	Anthony Crudele Family Trust
Common stock								28,064	I	Diane M Crudele Family Trust
								6,439	I	

Edgar Filing: Crudele Anthony F - Form 4

Common  
stock

Stock  
Purchase  
Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable      Expiration Date	Title      Amount or Number of Shares
Employee stock option	\$ 23.0825					02/07/2010      02/07/2017	Common stock      5,000
Employee stock option	\$ 19.225					02/06/2011      02/06/2018	Common stock      11,817
Employee stock option	\$ 17.1175	02/12/2013		M	5,841	02/04/2011      02/04/2019	Common stock      5,841
Employee stock option	\$ 17.1175					02/04/2012      02/04/2019	Common stock      19,640
Employee stock option	\$ 26.2075					02/03/2011      02/03/2020	Common stock      14,808
Employee stock option	\$ 26.2075					02/03/2012      02/03/2020	Common stock      14,808
Employee stock option	\$ 26.2075					02/03/2013      02/03/2020	Common stock      14,806
	\$ 51.695					02/02/2012      02/02/2021	

Employee stock option				Common stock	
Employee stock option	\$ 51.695	02/02/2013	02/02/2021	Common stock	9,323
Employee stock option	\$ 51.695	02/02/2014	02/02/2021	Common stock	9,323
Employee stock option	\$ 85.08	02/08/2013	02/08/2022	Common stock	8,149
Employee stock option	\$ 85.08	02/08/2014	02/08/2022	Common stock	8,149
Employee stock option	\$ 85.08	02/08/2015	02/08/2022	Common stock	8,149
Employee stock option	\$ 102.99	02/07/2014	02/07/2023	Common stock	7,180
Employee stock option	\$ 102.99	02/07/2015	02/07/2023	Common stock	7,179
Employee stock option	\$ 102.99	02/07/2016	02/07/2023	Common stock	7,179

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Crudele Anthony F 200 POWELL PLACE BRENTWOOD, TN 37027			EVP-Chief Financial Officer	

## Signatures

Anthony F. Crudele by: /s/ Kurt D. Barton, as Attorney-in-fact 02/13/2013

\*\*Signature of Reporting Person 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).

## Edgar Filing: Crudele Anthony F - Form 4

(1) Transaction represents an exercise and hold of stock options.

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.