

GENUINE PARTS CO  
Form 8-K  
April 19, 2011

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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):

April 18, 2011

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 5.07 Submission of Matters to a Vote of Security Holders.**

The 2011 Annual Meeting of Shareholders of Genuine Parts Company (the "Company") was held on April 18, 2011. At the Annual Meeting, the Company's shareholders (1) elected each of the persons listed below to serve as a director of the Company with terms to expire at the 2012 Annual Meeting; (2) approved the compensation of the Company's executive officers, including the Company's compensation practices and principles and their implementation; (3) approved an annual vote regarding the frequency of shareholder votes on executive officers, including the Company's compensation practices and principles and their implementation; (4) re-approved material terms of performance goals for qualified performance-based awards under the Genuine Parts Company 2006 Long-Term Incentive Plan; (5) ratified the selection of Ernst & Young LLP as independent auditors of the Company for 2011.

The results of the vote of the Company's shareholders is filed with this Current Report on Form 8-K as exhibit 99.1.

**Item 8.01 Other Events.**

On April 18, 2011, the Board of Directors of Genuine Parts Company declared a regular quarterly cash dividend of \$.45 cents per share on the Company's common stock. The dividend is payable July 1, 2011 to shareholders of record June 10, 2011.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Results of the vote of the Company's shareholders  
99.2 Press Release dated April 18, 2011

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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

*April 18, 2011*

By: *Jerry W. Nix*

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*Name: Jerry W. Nix*

*Title: Vice Chairman and CFO*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Results of the vote of the Company's shareholders
99.2	Press Release dated April 18, 2011