

JAMISON CYNTHIA T
 Form 4
 November 09, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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 *
 JAMISON CYNTHIA T

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)

3. Date of Earliest Transaction (Month/Day/Year)
 11/05/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O TRACTOR SUPPLY COMPANY, 200 POWELL PLACE
 (Street)

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

BRENTWOOD, TN 37027

(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 Ownership (Instr. 4)
				Code	V	Amount or Price			
Common stock	11/05/2010		M			4,000 A \$ 21.325	18,334	D	
Common stock	11/05/2010		S			4,000 D \$ 41.8236	14,334	D	
Common stock	11/05/2010		M			4,000 A \$ 18.1975	18,334	D	
Common stock	11/05/2010		S			4,000 D \$ 41.8236	14,334	D	

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

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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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-qualified stock option	\$ 21.325	11/05/2010		M	1,332	01/22/2005	01/22/2015	Common stock	1,332
Non-qualified stock option	\$ 21.325	11/05/2010		M	1,334	01/22/2006	01/22/2015	Common stock	1,334
Non-qualified stock option	\$ 21.325	11/05/2010		M	1,334	01/22/2007	01/22/2015	Common stock	1,334
Non-qualified stock option	\$ 18.1975	11/05/2010		M	1,000	02/02/2007	02/02/2015	Common stock	1,000
Non-qualified stock option	\$ 18.1975	11/05/2010		M	1,000	02/02/2008	02/02/2015	Common stock	1,000
Non-qualified stock option	\$ 18.1975	11/05/2010		M	1,000	02/02/2009	02/02/2015	Common stock	1,000
Non-qualified stock option	\$ 18.1975	11/05/2010		M	1,000	02/02/2010	02/02/2015	Common stock	1,000
Non-qualified stock option	\$ 32.2225 ⁽¹⁾					05/04/2007	05/04/2016	Common stock	4,000 ⁽¹⁾
Deferred stock units	\$ 32.2225 ⁽¹⁾					05/04/2007	⁽²⁾	Common stock	620
Non-qualified stock option	\$ 25.6425 ⁽¹⁾					05/02/2008	05/02/2018	Common stock	4,000 ⁽¹⁾
Deferred stock units	\$ 25.6425 ⁽¹⁾					05/02/2008	⁽²⁾	Common stock	780
Non-qualified stock option	\$ 18.2 ⁽¹⁾					05/01/2009	05/01/2018	Common stock	4,000 ⁽¹⁾

