

VELLA KIMBERLY D
 Form 3
 February 21, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * VELLA KIMBERLY D (Last) (First) (Middle) 200 POWELL PLACE (Street) BRENTWOOD, TN 37027 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/09/2006	3. Issuer Name and Ticker or Trading Symbol TRACTOR SUPPLY CO /DE/ [TSCO]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President - Human Resource	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock	1,265	I	Stock Purchase Plan
Common stock	930	D	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee stock option	01/26/2005	01/26/2010	Common stock	4,000	\$ 3.7344	D	Â
Employee stock option	01/25/2004	01/25/2011	Common stock	5,866 ⁽¹⁾	\$ 3.3574	D	Â
Employee stock option	01/25/2005	01/25/2011	Common stock	5,867 ⁽¹⁾	\$ 3.3574	D	Â
Employee stock option	01/25/2006	01/25/2011	Common stock	5,867 ⁽¹⁾	\$ 3.3574	D	Â
Employee stock option	01/24/2003	01/24/2012	Common stock	6,666 ⁽¹⁾	\$ 8.9075	D	Â
Employee stock option	01/24/2004	01/24/2012	Common stock	6,667 ⁽¹⁾	\$ 8.9075	D	Â
Employee stock option	01/24/2005	01/24/2012	Common stock	6,667 ⁽¹⁾	\$ 8.9075	D	Â
Employee stock option	01/23/2004	01/23/2013	Common stock	3,333 ⁽¹⁾	\$ 19.64	D	Â
Employee stock option	01/23/2005	01/23/2013	Common stock	3,333 ⁽¹⁾	\$ 19.64	D	Â
Employee stock option	01/23/2006	01/23/2013	Common stock	3,334 ⁽¹⁾	\$ 19.64	D	Â
Employee stock option	01/22/2005	01/22/2014	Common stock	2,500	\$ 42.65	D	Â
Employee stock option	01/22/2006	01/22/2014	Common stock	2,500	\$ 42.65	D	Â
Employee stock option	01/22/2007	01/22/2014	Common stock	2,500	\$ 42.65	D	Â
Employee stock option	02/02/2007	02/02/2015	Common stock	1,875	\$ 36.395	D	Â
Employee stock option	02/02/2008	02/02/2015	Common stock	1,875	\$ 36.395	D	Â
Employee stock option	02/02/2009	02/02/2015	Common stock	1,875	\$ 36.395	D	Â
Employee stock option	02/02/2010	02/02/2015	Common stock	1,875	\$ 36.395	D	Â
Employee stock option	02/09/2007	02/09/2016	Common stock	3,333	\$ 61.27	D	Â
Employee stock option	02/09/2008	02/09/2016	Common stock	3,334	\$ 61.27	D	Â

Employee stock option	02/09/2009	02/09/2016	Common stock	3,334	\$ 61.27	D	Â
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VELLA KIMBERLY D 200 POWELL PLACE BRENTWOOD, TN 37027	Â	Â	Â Vice President - Human Resourc	Â

Signatures

Kimber D. Vella by: /s/ David C. Lewis, as
Attorney-in-fact

02/21/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Fractional shares are rounded to the nearest whole number.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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