### ASBURY AUTOMOTIVE GROUP INC

Form 4

September 06, 2005

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(Street)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

CAPPS JOHN R

ASBURY AUTOMOTIVE GROUP

(Check all applicable)

(Last) (First) (Middle)

INC [NYSE: ABG] 3. Date of Earliest Transaction

\_X\_\_ 10% Owner Director

(Month/Day/Year)

09/01/2005

\_ Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check

11830 OLIVE BOULEVARD

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

CREVE COEUR, MO 63171

(City)	(State) (	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common stock, par value \$0.01 per share	09/01/2005		S <u>(1)</u>	100	D	\$ 16.77	252,000	D	
Common stock, par value \$0.01 per share	09/01/2005		S <u>(1)</u>	300	D	\$ 16.79	251,700	D	
Common stock, par value \$0.01 per share	09/01/2005		S <u>(1)</u>	1,100	D	\$ 16.8	250,600	D	

Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	100	D	\$ 16.81	250,500	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	500	D	\$ 16.82	250,000	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	100	D	\$ 16.84	249,900	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	300	D	\$ 16.85	249,600	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	200	D	\$ 16.86	249,400	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	1,200	D	\$ 16.87	248,200	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	100	D	\$ 16.88	248,100	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	400	D	\$ 16.89	247,700	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	1,100	D	\$ 16.9	246,600	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	300	D	\$ 16.91	246,300	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	500	D	\$ 16.92	245,800	D
	09/01/2005	S(1)	1,300	D		244,500	D

Common stock, par value \$0.01 per share					\$ 16.93		
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	500	D	\$ 16.94	244,000	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	100	D	\$ 16.95	243,900	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	1,000	D	\$ 16.96	242,900	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	500	D	\$ 16.97	242,400	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	200	D	\$ 16.99	242,200	D
Common stock, par value \$0.01 per share	09/01/2005	S <u>(1)</u>	100	D	\$ 17.05	242,100	D

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				

Date Expiration Or Number Of Shares

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CAPPS JOHN R

11830 OLIVE BOULEVARD X CREVE COEUR, MO 63171

**Signatures** 

Lynne A. Burgess, Attorney-in-Fact 09/06/2005

\*\*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).

(1) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 9, 2005.

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.

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