

AUTONATION, INC.  
Form 4  
June 04, 2014

**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 \*  
Stephan Michael J

2. Issuer Name and Ticker or Trading Symbol  
AUTONATION, INC. [AN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
200 SW 1ST AVE, SUITE 1600

3. Date of Earliest Transaction (Month/Day/Year)  
06/02/2014

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

VP - Corporate Controller

(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

FORT LAUDERDALE, FL 33301

(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 (A) or (D) Price		
Common Stock, par value \$0.01 per share	06/02/2014		F		443 D \$ 57.44	4,479	D
Common Stock, par value \$0.01 per share	06/03/2014		M		421 A \$ 18.2	4,900	D
Common Stock, par value \$0.01 per share	06/03/2014		M		421 A \$ 19.64	5,321	D

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Common Stock, par value \$0.01 per share	06/03/2014	M	421	A	\$ 23.21	5,742	D
Common Stock, par value \$0.01 per share	06/03/2014	M	421	A	\$ 26.49	6,163	D
Common Stock, par value \$0.01 per share	06/03/2014	M	292	A	\$ 32.5	6,455	D
Common Stock, par value \$0.01 per share	06/03/2014	M	292	A	\$ 34.51	6,747	D
Common Stock, par value \$0.01 per share	06/03/2014	M	292	A	\$ 40.37	7,039	D
Common Stock, par value \$0.01 per share	06/03/2014	M	292	A	\$ 35.99	7,331	D
Common Stock, par value \$0.01 per share	06/03/2014	M	266	A	\$ 34.09	7,597	D
Common Stock, par value \$0.01 per share	06/03/2014	M	266	A	\$ 35	7,863	D
Common Stock, par value \$0.01 per share	06/03/2014	M	266	A	\$ 41.16	8,129	D
Common Stock, par value \$0.01 per share	06/03/2014	M	266	A	\$ 38.63	8,395	D
Common Stock, par value \$0.01 per share	06/03/2014	S	3,916	D	\$ 57.25	4,479	D
	06/04/2014	S	1,170	D	\$ 57.5	3,309	D

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Common  
Stock, par  
value \$0.01  
per share

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

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(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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 57.44	06/02/2014		A	965	<u>(1)</u> 03/03/2024	Common Stock, par value \$0.01 per share	965
Employee Stock Option (right to buy)	\$ 18.2	06/03/2014		M	421	<u>(2)</u> 03/01/2020	Common Stock, par value \$0.01 per share	421
Employee Stock Option (right to buy)	\$ 19.64	06/03/2014		M	421	<u>(2)</u> 03/01/2020	Common Stock, par value \$0.01 per share	421
Employee Stock Option (right to buy)	\$ 23.21	06/03/2014		M	421	<u>(2)</u> 03/01/2020	Common Stock, par value \$0.01 per share	421
	\$ 26.49	06/03/2014		M	421	<u>(2)</u> 03/01/2020		421

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Employee Stock Option (right to buy)								Common Stock, par value \$0.01 per share	
Employee Stock Option (right to buy)	\$ 32.5	06/03/2014	M	292	<u>(3)</u>	03/01/2021		Common Stock, par value \$0.01 per share	292
Employee Stock Option (right to buy)	\$ 34.51	06/03/2014	M	292	<u>(3)</u>	03/01/2021		Common Stock, par value \$0.01 per share	292
Employee Stock Option (right to buy)	\$ 40.37	06/03/2014	M	292	<u>(3)</u>	03/01/2021		Common Stock, par value \$0.01 per share	292
Employee Stock Option (right to buy)	\$ 35.99	06/03/2014	M	292	<u>(3)</u>	03/01/2021		Common Stock, par value \$0.01 per share	292
Employee Stock Option (right to buy)	\$ 34.09	06/03/2014	M	266	<u>(4)</u>	03/01/2022		Common Stock, par value \$0.01 per share	266
Employee Stock Option (right to buy)	\$ 35	06/03/2014	M	266	<u>(4)</u>	03/01/2022		Common Stock, par value \$0.01 per share	266
Employee Stock Option (right to buy)	\$ 41.16	06/03/2014	M	266	<u>(4)</u>	03/01/2022		Common Stock, par value \$0.01 per share	266
Employee Stock Option (right to buy)	\$ 38.63	06/03/2014	M	266	<u>(4)</u>	03/01/2022		Common Stock, par value \$0.01 per share	266

