

ASBURY AUTOMOTIVE GROUP INC

Form 4

January 08, 2007

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WOOLEY JEFF I

2. Issuer Name **and** Ticker or Trading
Symbol
**ASBURY AUTOMOTIVE GROUP
INC [NYSE: ABG]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
**4636 N. DALE MABRY
HIGHWAY**

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2007

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

(Street)
TAMPA, FL 33614-7022

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

(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 \$.01 per share	01/05/2007		S ⁽¹⁾		100	D	\$ 23	40,913	I	By JIW Fund I LLC ⁽²⁾
Common stock, par value \$.01 per share	01/05/2007		S ⁽¹⁾		300	D	\$ 23.01	40,613	I	By JIW Fund I LLC ⁽²⁾
Common stock, par value \$.01	01/05/2007		S ⁽¹⁾		400	D	\$ 23.02	40,213	I	By JIW Fund I LLC ⁽²⁾

per share

Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	100	D	\$ 23.03	40,113	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	400	D	\$ 23.04	39,713	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	800	D	\$ 23.05	38,913	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	400	D	\$ 23.06	38,513	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	1,000	D	\$ 23.07	37,513	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	2,900	D	\$ 23.08	34,613	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	2,000	D	\$ 23.09	32,613	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	1,600	D	\$ 23.1	31,013	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	1,300	D	\$ 23.11	29,713	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	1,200	D	\$ 23.12	28,513	I	By JIW Fund I LLC (2)
Common stock, par value \$.01 per share	01/05/2007	<u>S</u> (1)	2,400	D	\$ 23.13	26,113	I	By JIW Fund I LLC (2)

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Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	2,900	D	\$ 23.14	23,213	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	1,000	D	\$ 23.15	22,213	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	7,300	D	\$ 23.16	14,913	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	3,300	D	\$ 23.17	11,613	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	2,600	D	\$ 23.18	9,013	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	1,500	D	\$ 23.19	7,513	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	4,600	D	\$ 23.2	2,913	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	700	D	\$ 23.21	2,213	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	200	D	\$ 23.23	2,013	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	700	D	\$ 23.24	1,313	I	By JIW Fund I LLC <u>(2)</u>
Common stock, par value \$.01 per share	01/05/2007	<u>S⁽¹⁾</u>	13	D	\$ 23.26	1,300	I	By JIW Fund I LLC <u>(2)</u>
	01/05/2007	<u>S⁽¹⁾</u>	600	D		700	I	

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Common stock, par value \$.01 per share					\$ 23.27				By JIW Fund I LLC ⁽²⁾
Common stock, par value \$.01 per share	01/05/2007		S ⁽¹⁾	200	D	\$ 23.28	500	I	By JIW Fund I LLC ⁽²⁾
Common stock, par value \$.01 per share	01/05/2007		S ⁽¹⁾	100	D	\$ 23.29	400	I	By JIW Fund I LLC ⁽²⁾
Common stock, par value \$.01 per share	01/05/2007		S ⁽¹⁾	300	D	\$ 23.3	100	I	By JIW Fund I LLC ⁽²⁾

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 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOOLEY JEFF I 4636 N. DALE MABRY HIGHWAY	X			

TAMPA, FL 33614-7022

Signatures

Lynne A. Burgess,
Attorney-in-Fact

01/08/2007

__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 10b5-1 trading plan adopted by the reporting person on December 1, 2006.
- (2) The reporting person is a director of the issuer and the managing member of JIW Fund I LLC.

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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