

MAROONE MICHAEL E
Form 4
September 03, 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 *
MAROONE MICHAEL E

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)
09/01/2010

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

Director, President and COO

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/01/2010		M	V	400,000	A	\$ 11.05 649,265 D
Common Stock	09/01/2010		S		400,000	D	\$ 23.21 249,265 D
Common Stock						I	2,247,357 I See footnote (2)
Common Stock						I	1,537 I By 401(k) Plan

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issuer full information regarding the number of shares and prices at which the transactions were effected.

- (2) These shares are beneficially owned by Michael Maroone Family Partnership, a Nevada limited partnership controlled by Mr. Maroone.
- (3) The option, representing a right to purchase a total of 400,000 shares (as of the grant date) at an exercise price equal to \$11.05 per share, vested as to 25% of the underlying shares on each of July 25, 2002, July 25, 2003, July 25, 2004 and July 25, 2005.
- (4) The option vests in four equal annual installments beginning on June 1, 2011, subject to continuous employment with the Company.

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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