STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

AUTONATION, INC.

Form 4

September 10, 2013

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

OMB APPROVAL

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Estimated average response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Add FERRANDO	*	_	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)	3. Date of Earliest Transaction				
200 SW 1ST	00 SW 1ST AVE, SUITE 1600		(Month/Day/Year) 09/06/2013	Director 10% Owner _X Officer (give title Other (specify below) EVP, Gen Counsel & Secretary			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
FORT LAUDERDALE, FL 33301			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

		2 013011							
(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secui	rities Acquii	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3) Common Stock, par	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8) Code V	ODD Dispos (Instr. 3, 4 Amount	(A) or (D)	Price	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)
value \$0.01 per share	09/06/2013		M	20,000	A	\$ 19.21	63,000	D (1)	
Common Stock, par value \$0.01 per share	09/06/2013		S	19,000	D	\$ 48.8948 (2)	44,000	D (1)	
Common Stock, par	09/09/2013		M	10,000	A	\$ 19.21	54,000	D (1)	

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value \$0.01 per share								
Common Stock, par value \$0.01 per share	09/09/2013	S	10,000	D	\$ 50.8626 (3)	44,000	D (1)	
Common Stock, par value \$0.01 per share						1,767	I	By 401(k) Plan

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

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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. Transactic Code (Instr. 8)	5. Number of or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 19.21	09/06/2013		M	20,000	<u>(4)</u>	07/30/2017	Common Stock, par value \$0.01 per share	20,000
Employee Stock Option (right to buy)	\$ 19.21	09/09/2013		M	10,000	<u>(4)</u>	07/30/2017	Common Stock, par value \$0.01 per share	10,000

Reporting Owners

Relationships

Reporting Owner Name / Address

Reporting Owners 2

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Director 10% Owner Officer Other

FERRANDO JONATHAN P 200 SW 1ST AVE SUITE 1600 FORT LAUDERDALE, FL 33301

EVP, Gen Counsel & Secretary

Signatures

/s/ Jonathan P. 09/10/2013 Ferrando

**Signature of Reporting Date

Person

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) Includes 33,000 shares owned by the reporting person and his wife as tenants by the entirety.
- This transaction was executed in multiple trades at prices ranging from \$48.40 to \$49.25. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- This transaction was executed in multiple trades at prices ranging from \$50.7069 to \$51. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- (4) The option became exercisable in 25% annual increments on each of the first four anniversaries of July 30, 2007.

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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