

ASBURY AUTOMOTIVE GROUP INC  
 Form 4  
 December 02, 2004

**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 \*  
 SILVERIO STEPHEN M

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)  
 71 BEACH COTTAGE LANE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/30/2004

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

ATLANTIC BEACH, FL 32233  
 (City) (State) (Zip)

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

**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	11/30/2004		M		16,666	A	\$ 11.63
Common stock, par value \$0.01 per share	11/30/2004		S		700	D	\$ 13.59
Common stock, par value \$0.01 per share	11/30/2004		S		600	D	\$ 13.62

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Common stock, par value \$0.01 per share	11/30/2004	S	100	D	\$ 13.63	18,266	D
Common stock, par value \$0.01 per share	11/30/2004	S	100	D	\$ 13.64	18,166	D
Common stock, par value \$0.01 per share	11/30/2004	S	500	D	\$ 13.65	17,666	D
Common stock, par value \$0.01 per share	11/30/2004	S	1,300	D	\$ 13.66	16,366	D
Common stock, par value \$0.01 per share	11/30/2004	S	200	D	\$ 13.67	16,166	D
Common stock, par value \$0.01 per share	11/30/2004	S	1,500	D	\$ 13.7	14,666	D
Common stock, par value \$0.01 per share	11/30/2004	S	3,800	D	\$ 13.71	10,866	D
Common stock, par value \$0.01 per share	11/30/2004	S	1,000	D	\$ 13.72	9,866	D
Common stock, par value \$0.01 per share	11/30/2004	S	4,166	D	\$ 13.73	5,700	D
Common stock, par value \$0.01 per share	11/30/2004	S	900	D	\$ 13.74	4,800	D
Common stock, par value \$0.01 per share	11/30/2004	S	1,600	D	\$ 13.75	3,200	D
	11/30/2004	S	1,200	D		2,000	D

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Common stock, par value \$0.01 per share					\$ 13.76		
Common stock, par value \$0.01 per share	11/30/2004	S	200	D	\$ 13.77	1,800	D
Common stock, par value \$0.01 per share	11/30/2004	S	200	D	\$ 13.78	1,600	D
Common stock, par value \$0.01 per share	11/30/2004	S	700	D	\$ 13.81	900	D
Common stock, par value \$0.01 per share	11/30/2004	S	300	D	\$ 13.84	600	D
Common stock, par value \$0.01 per share	11/30/2004	S	100	D	\$ 13.87	500	D
Common stock, par value \$0.01 per share	11/30/2004	S	500	D	\$ 13.91	0	D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

Common  
stock, par  
value  
\$0.01 per  
share  
(right to  
buy)

\$ 11.63

11/30/2004

M

16,666  
(1)

05/27/2004<sup>(1)</sup>

11/30/2004

Common  
stock, par  
value  
\$0.01 per  
share

16,66

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

SILVERIO STEPHEN M  
71 BEACH COTTAGE LANE  
ATLANTIC BEACH, FL 32233

X

## Signatures

Lynne A. Burgess,  
Attorney-in-Fact

12/02/2004

    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).

Although it was previously reported that Mr. Silverio received a grant of an option to purchase 50,000 shares of the common stock of  
(1) Asbury Automotive Group, Inc. (the "Company"), upon the termination of his employment with the Company on August 31, 2004, only  
1/3 of the 50,000 shares had vested and the unvested portion of the option terminated at that time.

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a currently valid OMB number.