

AUTONATION, INC.

Form 3

October 10, 2014

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Â BERMAN WILLIAM R

(Last)

(First)

(Middle)

200 SW 1ST AVE,Â SUITE
1600

(Street)

FORT

LAUDERDALE,Â FLÂ 33301

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/01/2014

3. Issuer Name and Ticker or Trading Symbol
AUTONATION, INC. [AN]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer ____ Other
 (give title below) (specify below)
 SVP, Sales

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 Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, par value \$0.01 per share

7,970

D

Â

Common Stock, par value \$0.01 per share

105

I

By 401(k) Plan

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of5. Ownership
Form of
Derivative6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â <u>(1)</u>	03/01/2020	Common Stock, par value \$0.01 per share	2,381	\$ 18.2	D	Â
Employee Stock Option (right to buy)	Â <u>(1)</u>	03/01/2020	Common Stock, par value \$0.01 per share	2,381	\$ 19.64	D	Â
Employee Stock Option (right to buy)	Â <u>(1)</u>	03/01/2020	Common Stock, par value \$0.01 per share	2,381	\$ 23.21	D	Â
Employee Stock Option (right to buy)	Â <u>(1)</u>	03/01/2020	Common Stock, par value \$0.01 per share	2,381	\$ 26.49	D	Â
Employee Stock Option (right to buy)	Â <u>(2)</u>	03/01/2021	Common Stock, par value \$0.01 per share	2,068	\$ 32.5	D	Â
Employee Stock Option (right to buy)	Â <u>(2)</u>	03/01/2021	Common Stock, par value \$0.01 per share	2,068	\$ 34.51	D	Â
Employee Stock Option (right to buy)	Â <u>(2)</u>	03/01/2021	Common Stock, par value \$0.01 per share	2,068	\$ 40.37	D	Â
Employee Stock Option (right to buy)	Â <u>(2)</u>	03/01/2021	Common Stock, par value \$0.01 per share	2,068	\$ 35.99	D	Â
Employee Stock Option (right to buy)	Â <u>(3)</u>	03/01/2022	Common Stock, par	2,352	\$ 34.09	D	Â

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			value \$0.01 per share				
Employee Stock Option (right to buy)	Â <u>(3)</u>	03/01/2022	Common Stock, par value \$0.01 per share	2,352	\$ 35	D	Â
Employee Stock Option (right to buy)	Â <u>(3)</u>	03/01/2022	Common Stock, par value \$0.01 per share	2,352	\$ 41.16	D	Â
Employee Stock Option (right to buy)	Â <u>(3)</u>	03/01/2022	Common Stock, par value \$0.01 per share	2,352	\$ 38.63	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	03/01/2023	Common Stock, par value \$0.01 per share	2,033	\$ 43.45	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	03/01/2023	Common Stock, par value \$0.01 per share	2,033	\$ 46.22	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	03/01/2023	Common Stock, par value \$0.01 per share	2,033	\$ 47.25	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	03/01/2023	Common Stock, par value \$0.01 per share	2,033	\$ 48.8	D	Â
Employee Stock Option (right to buy)	Â <u>(5)</u>	03/03/2024	Common Stock, par value \$0.01 per share	1,704	\$ 52.65	D	Â
Employee Stock Option (right to buy)	Â <u>(5)</u>	03/03/2024	Common Stock, par value	1,704	\$ 57.44	D	Â

			\$0.01 per share				
			Common				
Employee Stock Option	Â (5)	03/03/2024	Stock, par	1,704	\$ 54.04	D	Â
(right to buy)			value				
			\$0.01 per share				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERMAN WILLIAM R 200 SW 1ST AVE SUITE 1600 FORT LAUDERDALE, FL 33301	Â	Â	Â SVP, Sales	Â

Signatures

/s/ Jonathan P. Ferrando, Attorney-in-Fact	10/10/2014
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__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option became exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2010.
- (2) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2011, subject to continuous employment with the Company.
- (3) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2012, subject to continuous employment with the Company.
- (4) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2013, subject to continuous employment with the Company.
- (5) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2014, 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. 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.