

AUTONATION, INC.  
 Form 4  
 February 08, 2013

**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 \*  
**FERRANDO JONATHAN P**

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)  
**02/06/2013**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**EVP, Gen Counsel & Secretary**

(Street)  
**FORT LAUDERDALE, FL 33301**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.01 per share	02/06/2013		M		18,500	A	\$ 20.08
					59,500		
Common Stock, par value \$0.01 per share	02/06/2013		S		18,500	D	\$ 48.0489
							(2)
Common Stock, par	02/07/2013		M		4,400	A	\$ 20.08
					45,400		

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value  
\$0.01 per  
share

Common  
Stock, par  
value  
\$0.01 per  
share

02/07/2013 M 15,494 A \$ 19.21 60,894 D <sup>(1)</sup>

Common  
Stock, par  
value  
\$0.01 per  
share

02/07/2013 S 17,894 D \$ 48.1129 43,000 D <sup>(1)</sup>  
<sub>(3)</sub>

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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(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 of Shares
Employee Stock Option (right to buy)	\$ 20.08	02/06/2013		M	18,500	<sup>(4)</sup> 07/31/2016	Common Stock, par value \$0.01 per share 18,500
Employee Stock Option (right to	\$ 20.08	02/07/2013		M	4,400	<sup>(4)</sup> 07/31/2016	Common Stock, par value \$0.01 per 4,400

