

ASBURY AUTOMOTIVE GROUP INC
Form 4
August 05, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
COGGIN LUTHER

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)
4306 PABLO OAKS COURT,
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/08/2005

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

JACKSONVILLE, FL 32224

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

(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 Ownership (Instr. 4) |
|------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common stock, par value \$0.01 per share | 07/08/2005 | | G | V 21,000 D \$11 | 228,756 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/28/2005 | | S | 2,000 D \$ 17 | 226,756 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |

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| | | | | | | | | |
|------------------------------------------|------------|---|-------|---|----------|---------|---|---------------------------------------------------------------------|
| Common stock, par value \$0.01 per share | 07/28/2005 | S | 4,000 | D | \$ 17.06 | 222,756 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/28/2005 | S | 500 | D | \$ 17.05 | 222,256 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/28/2005 | S | 7,300 | D | \$ 17.04 | 214,956 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/28/2005 | S | 2,000 | D | \$ 17.03 | 212,956 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/29/2005 | S | 900 | D | \$ 17.14 | 212,056 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/29/2005 | S | 3,100 | D | \$ 17.11 | 208,956 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/29/2005 | S | 2,000 | D | \$ 17.06 | 206,956 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
| Common stock, par value \$0.01 per share | 07/29/2005 | S | 6,800 | D | \$ 17.04 | 200,156 | I | By The Luther W. Coggin Revocable Trust U/A |

| | | | | | | | | |
|------------------------------------------|------------|---|-------|---|-------|---------|---|------------------------------------------------------------------------------------------------|
| Common stock, par value \$0.01 per share | 07/29/2005 | S | 4,000 | D | \$ 17 | 196,156 | I | 12/13/94 ⁽²⁾ By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽²⁾ |
|------------------------------------------|------------|---|-------|---|-------|---------|---|------------------------------------------------------------------------------------------------|

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

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

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| COGGIN LUTHER 4306 PABLO OAKS COURT JACKSONVILLE, FL 32224 | | X | | |
| Luther Coggin Revocable Trust U/A 12/13/94 C/O COGGIN AUTOMOTIVE GROUP 4306 PABLO OAKS COURT JACKSONVILLE, FL 32224 | | X | | |

Signatures

Lynne A. Burgess,
Attorney-in-Fact

08/05/2005

__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).
- (1) Bona fide gift.
 - (2) Luther W. Coggin is the trustee of The Luther W. Coggin Revocable Trust.

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.