

GRUSKY ROBERT R

Form 4

January 04, 2018

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

OMB APPROVAL

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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 \*  
 GRUSKY ROBERT R

 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  
 (Street)

 3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/02/2018

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

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

FORT LAUDERDALE, FL 33301

(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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock, par value \$0.01 per share | 01/02/2018                           |  | A <sup>(1)</sup>               | 4,764 A   | \$ 0 32,677   | D  |                                   |
| Common Stock, par value \$0.01 per share | 01/02/2018                           |  | M                              | 5,000 A   | \$ 15.66 37,677   | D  |                                   |
| Common Stock, par value \$0.01 per share | 01/02/2018                           |  | S                              | 5,000 D   | \$ 51.71 32,677   | D  |                                   |

# Edgar Filing: GRUSKY ROBERT R - Form 4

Common  
Stock, par  
value \$0.01  
per share

|            |   |       |   |         |        |   |
|------------|---|-------|---|---------|--------|---|
| 01/03/2018 | M | 5,000 | A | \$ 9.88 | 37,677 | D |
|------------|---|-------|---|---------|--------|---|

Common  
Stock, par  
value \$0.01  
per share

|            |   |       |   |          |        |   |
|------------|---|-------|---|----------|--------|---|
| 01/03/2018 | S | 5,000 | D | \$ 52.27 | 32,677 | D |
|------------|---|-------|---|----------|--------|---|

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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8.<br>D<br>S<br>(I                     |
|---|---|---|---|---|---|--|--------------------|---|--|
|   |   |   |   | Code                                    | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Option<br>(right to<br>buy)                | \$ 15.66  | 01/02/2018                              |   | M                                       | 5,000   | 01/02/2008   | 01/02/2018         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                | 5,000                                  |
| Stock<br>Option<br>(right to<br>buy)                | \$ 9.88   | 01/03/2018                              |   | M                                       | 5,000   | 01/02/2009   | 01/02/2019         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                | 5,000                                  |

## Reporting Owners

| Reporting Owner Name / Address    | Relationships |           |         |       |
|-----------------------------------|---------------|-----------|---------|-------|
|                                   | Director      | 10% Owner | Officer | Other |
| GRUSKY ROBERT R<br>200 SW 1ST AVE | X             |           |         |       |

SUITE 1600  
FORT LAUDERDALE, FL 33301

## Signatures

/s/ C. Coleman Edmunds,  
Attorney-in-Fact

01/04/2018

\_\_\_\_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).

2018 grant of 4,764 vested restricted stock units (the "RSUs") pursuant to the AutoNation, Inc. 2014 Non-Employee Director Equity Plan (as amended, the "2014 Director Plan"). The RSUs will settle in shares of common stock, par value \$0.01 per share, of AutoNation, Inc.

- (1) (the "Company") in accordance with the terms of the award, including any deferral election made by the reporting person, and the 2014 Director Plan. Settlement of the RSUs will be accelerated in certain circumstances as provided in the terms of the award and the 2014 Director Plan, including in the event the reporting person ceases to serve as a non-employee director of 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.

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