

ASBURY AUTOMOTIVE GROUP INC

Form 4

July 31, 2006

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)

JACKSONVILLE, FL 32224

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
07/27/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X 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 | (A) or (D) | Price | | | |
| Common stock, par value \$0.01 per share | 07/27/2006 | | S | | 2,000 | D | \$ 20.5 | 78,400 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | | S | | 1,000 | D | \$ 20.44 | 77,400 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |

Edgar Filing: ASBURY AUTOMOTIVE GROUP INC - Form 4

| | | | | | | | | |
|------------------------------------------|------------|---|-------|---|----------|--------|---|---------------------------------------------------------------------|
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 1,000 | D | \$ 20.6 | 76,400 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 2,000 | D | \$ 20.58 | 74,400 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 1,900 | D | \$ 20.42 | 72,500 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 1,700 | D | \$ 20.41 | 70,800 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 700 | D | \$ 20.43 | 70,100 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 2,000 | D | \$ 20.48 | 68,100 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 1,700 | D | \$ 20.37 | 66,400 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 2,000 | D | \$ 20.46 | 64,400 | I | By The Luther W. Coggin Revocable Trust U/A |

| | | | | | | | | |
|------------------------------------------|------------|---|-------|---|----------|--------|---|------------------------------------------------------------------------------------------------|
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 1,000 | D | \$ 20.32 | 63,400 | I | 12/13/94 ⁽¹⁾ By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 3,000 | D | \$ 20.3 | 60,400 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 2,000 | D | \$ 20.31 | 58,400 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 300 | D | \$ 20.56 | 58,100 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 100 | D | \$ 20.49 | 58,000 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 3,000 | D | \$ 20.29 | 55,000 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 400 | D | \$ 20.36 | 54,600 | I | By The Luther W. Coggin Revocable Trust U/A 12/13/94 ⁽¹⁾ |
| Common stock, par value \$0.01 per share | 07/27/2006 | S | 2,000 | D | \$ 20.28 | 52,600 | I | By The Luther W. Coggin Revocable |

share

Trust U/A
12/13/94 ⁽¹⁾

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 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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
| | | | | 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

07/31/2006

**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).

Edgar Filing: ASBURY AUTOMOTIVE GROUP INC - Form 4

(1) 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.