

ASBURY AUTOMOTIVE GROUP INC

Form 3/A

November 06, 2007

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 JOHNSON PHILLIP R

(Last) (First) (Middle)

C/O ASBURY AUTOMOTIVE
GROUP, INC., Â 622 THIRD
AVENUE, 37TH FLOOR

(Street)

NEW YORK, Â NY Â 10017

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/06/2007

3. Issuer Name **and** Ticker or Trading Symbol

ASBURY AUTOMOTIVE GROUP INC [ABG]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

VP-Human Resources

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

05/03/2002

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 Owned**1. 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 \$.01 per share

10,000 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

**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.****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 of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Employee Right to Buy)	Â (2)	06/05/2010	Common stock, par value \$.01 per share	15,517	\$ 12.89	D	Â
Employee Stock Option (Employee Right to Buy)	Â (3)	03/13/2012	Common stock, par value \$.01 per share	12,121	\$ 16.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON PHILLIP R C/O ASBURY AUTOMOTIVE GROUP, INC. 622 THIRD AVENUE, 37TH FLOOR NEW YORK, NY 10017	Â	Â	Â VP-Human Resources	Â

Signatures

Philip R.
Johnson 11/06/2007

__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) This Form 3/A is being filed to reflect the correct beneficial ownership of securities owned by the reporting person at the time of the Issuer's IPO.
- (2) The option vested in three equal installments on June 5, 2001, 2002 and 2003.
- (3) The option vested in three equal installments on March 13, 2003, 2004 and 2005.

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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