AUTONATION, INC.

Form 3

January 16, 2014

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement AUTONATION, INC. [AN] SCULLY CHERYL (Month/Day/Year) 01/07/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 200 SW 1ST AVE, SUITE (Check all applicable) 1600 (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting VP, Treasurer and Interim CFO Person **FORT** Form filed by More than One LAUDERDALE. FLÂ 33301 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock, par value \$0.01 per share D 5,531 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

3. Title and Amount of 1. Title of Derivative Security 2. Date Exercisable and 5. 6. Nature of Indirect (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security: Title Direct (D) Security

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	(1)	03/02/2019	Common Stock, par value \$0.01 per share	245	\$ 16.99	D	Â
Employee Stock Option (right to buy)	(1)	03/02/2019	Common Stock, par value \$0.01 per share	246	\$ 18.02	D	Â
Employee Stock Option (right to buy)	(1)	03/02/2019	Common Stock, par value \$0.01 per share	246	\$ 17.7	D	Â
Employee Stock Option (right to buy)	(2)	03/01/2020	Common Stock, par value \$0.01 per share	715	\$ 18.2	D	Â
Employee Stock Option (right to buy)	(2)	03/01/2020	Common Stock, par value \$0.01 per share	715	\$ 19.64	D	Â
Employee Stock Option (right to buy)	(2)	03/01/2020	Common Stock, par value \$0.01 per share	1,010	\$ 23.21	D	Â
Employee Stock Option (right to buy)	(2)	03/01/2020	Common Stock, par value \$0.01 per share	1,010	\$ 26.49	D	Â
Employee Stock Option (right to buy)	(3)	03/01/2021	Common Stock, par value \$0.01 per share	1,243	\$ 32.5	D	Â
Employee Stock Option (right to buy)	(3)	03/01/2021	Common Stock, par value \$0.01 per	1,243	\$ 34.51	D	Â

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			share				
Employee Stock Option (right to buy)	(3)	03/01/2021	Common Stock, par value \$0.01 per share	1,243	\$ 40.37	D	Â
Employee Stock Option (right to buy)	(3)	03/01/2021	Common Stock, par value \$0.01 per share	1,243	\$ 35.99	D	Â
Employee Stock Option (right to buy)	(4)	03/01/2022	Common Stock, par value \$0.01 per share	1,229	\$ 34.09	D	Â
Employee Stock Option (right to buy)	(4)	03/01/2022	Common Stock, par value \$0.01 per share	1,229	\$ 35	D	Â
Employee Stock Option (right to buy)	(4)	03/01/2022	Common Stock, par value \$0.01 per share	1,229	\$ 41.16	D	Â
Employee Stock Option (right to buy)	(4)	03/01/2022	Common Stock, par value \$0.01 per share	1,229	\$ 38.63	D	Â
Employee Stock Option (right to buy)	(5)	03/01/2023	Common Stock, par value \$0.01 per share	1,150	\$ 43.45	D	Â
Employee Stock Option (right to buy)	(5)	03/01/2023	Common Stock, par value \$0.01 per share	1,150	\$ 46.22	D	Â
Employee Stock Option (right to buy)	(5)	03/01/2023	Common Stock, par value \$0.01 per share	1,150	\$ 47.25	D	Â

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Common Stock, par

Employee Stock Option (right to buy) $\hat{A} \stackrel{(5)}{=} 03/01/2023$ value 1,150 \$48.8 D \hat{A} \$0.01 per

share

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
SCULLY CHERYL 200 SW 1ST AVE SUITE 1600 FORT LAUDERDALE, FL 33301	Â	Â	VP, Treasurer and Interim CFO	Â		

Signatures

/s/ Jonathan P. Ferrando, Attorney-in-Fact

01/16/2014

**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) The option became exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2009.
- (2) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2010, subject to continuous employment with the Company.
- (3) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2011, subject to continuous employment with the Company.
- (4) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2012, subject to continuous employment with the Company.
- (5) The option becomes exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2013, subject to continuous employment with 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. 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.

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