

AUTONATION INC /FL  
Form 4  
August 02, 2006

**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 \*  
MONAGHAN CRAIG T

(Last) (First) (Middle)

110 SE 6TH STREET, 29TH FLOOR

(Street)

FORT LAUDERDALE, FL 33301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AUTONATION INC /FL [AN]

3. Date of Earliest Transaction (Month/Day/Year)  
08/02/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP & CFO

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 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 or Price   |  |   |
| Common Stock                    | 08/02/2006                           |  | M                              |   | 35,202 A \$ 16.77   | I  | By trust  |
| Common Stock                    | 08/02/2006                           |  | M                              |   | 180,000 A \$ 12.25  | I  | By trust  |
| Common Stock                    | 08/02/2006                           |  | M                              |   | 37,745 A \$ 11.05   | I  | By trust  |
| Common Stock                    | 08/02/2006                           |  | S                              |   | 700 D \$ 19.57  | I  | By trust  |
| Common Stock                    | 08/02/2006                           |  | S                              |   | 100 D \$ 19.56  | I  | By trust  |

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|              |            |   |         |   |          |                       |   |          |
|--------------|------------|---|---------|---|----------|-----------------------|---|----------|
| Common Stock | 08/02/2006 | S | 3,900   | D | \$ 19.55 | 298,247               | I | By trust |
| Common Stock | 08/02/2006 | S | 3,500   | D | \$ 19.54 | 294,747               | I | By trust |
| Common Stock | 08/02/2006 | S | 11,700  | D | \$ 19.53 | 283,047               | I | By trust |
| Common Stock | 08/02/2006 | S | 40,700  | D | \$ 19.52 | 242,347               | I | By trust |
| Common Stock | 08/02/2006 | S | 15,900  | D | \$ 19.51 | 226,447               | I | By trust |
| Common Stock | 08/02/2006 | S | 176,447 | D | \$ 19.5  | 50,000 <sup>(1)</sup> | I | By trust |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount Number Shares                                    |
| Employee Stock Option (right to buy)       | \$ 16.77   | 08/02/2006                           |  | M                              | 35,202  | <sup>(2)</sup> 07/27/2014                                | Common Stock 35,202   |
| Employee Stock Option (right to buy)       | \$ 11.05   | 08/02/2006                           |  | M                              | 37,745  | <sup>(4)</sup> 07/25/2011                                | Common Stock 37,745   |
| Employee Stock Option (right to buy)       | \$ 12.25   | 08/02/2006                           |  | M                              | 180,000   | <sup>(5)</sup> 08/05/2012                                | Common Stock 180,000  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |           |       |
|--|---------------|-----------|-----------|-------|
|  | Director      | 10% Owner | Officer   | Other |
| MONAGHAN CRAIG T<br>110 SE 6TH STREET<br>29TH FLOOR<br>FORT LAUDERDALE, FL 33301 |               |           | EVP & CFO |       |

## Signatures

|  |                     |
|--|---------------------|
| Jonathan P. Ferrando,<br>Attorney-in-Fact      | 08/02/2006          |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

## 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) Excludes 871 shares of AutoNation common stock held through the AutoNation, Inc. 401(k) Plan.
  - (2) The option vests in four equal annual installments beginning on July 27, 2005.
  - (3) N/A
  - (4) The option vested in four equal annual installments beginning on July 25, 2002.
  - (5) The option vested in four equal annual installments beginning on August 5, 2003.

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.