

ASBURY AUTOMOTIVE GROUP INC
 Form 4
 March 14, 2006

FORM 4

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

OMB APPROVAL

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

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 *
 DANIELS NOEL E

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)
 121 EASTHAVEN DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/27/2003

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

BRANDON, MS 39042-2838
 (City) (State) (Zip)

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

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)
			Code	V	Amount or Price		
Common stock, par value \$0.01 per share	03/13/2006		M		6,061 A \$ 16.5	8,750	D
Common stock, par value \$0.01 per share	03/13/2006		M		1,000 A \$ 14.87	9,750	D
Common stock, par value \$0.01 per share	03/13/2006		M		1,666 A \$ 11.63	11,416	D

Edgar Filing: ASBURY AUTOMOTIVE GROUP INC - Form 4

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11.63	05/27/2003		A	2,500	<u>(1)</u> 05/27/2013	Common stock, par value \$0.01 per share 2,500
Employee Stock Option (right to buy)	\$ 14.87	06/21/2004		A	3,000	<u>(2)</u> 06/21/2014	Common stock, par value \$0.01 per share 3,000
Employee Stock Option (right to buy)	\$ 16.5	03/13/2006		M	6,061	<u>(3)</u> 03/13/2012	Common stock, par value \$0.01 per share 6,061
Employee Stock Option (right to buy)	\$ 14.87	03/13/2006		M	1,000	<u>(2)</u> 06/21/2014	Common stock, par value \$0.01 per share 1,000
Employee Stock Option (right to buy)	\$ 11.63	03/13/2006		M	1,666	<u>(1)</u> 05/27/2013	Common stock, par value \$0.01 per share 1,666

