

ESL INVESTORS LLC  
 Form 4  
 March 03, 2010

**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 \*  
**LAMPERT EDWARD S**

(Last) (First) (Middle)

200 GREENWICH AVENUE

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AUTONATION, INC. [AN]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**03/01/2010**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|  |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock, par value \$0.01 per share | 03/01/2010                           |  | P                              |   | 73,800  | A  | \$ 17.9226<br>(2)                 |
|  |                                      |  |                                |   |   |  | 12,495,594                        |
|  |                                      |  |                                |   |   |  | I                                 |
|  |                                      |  |                                |   |   |  | See Footnotes (1) (8)             |
| Common Stock, par value \$0.01 per share | 03/02/2010                           |  | P                              |   | 6,437   | A  | \$ 17.9834                        |
|  |                                      |  |                                |   |   |  | 12,502,031                        |
|  |                                      |  |                                |   |   |  | I                                 |
|  |                                      |  |                                |   |   |  | See Footnotes (1) (8)             |
| Common Stock, par                        |                                      |  |                                |   |   |  | 6,704                             |
|  |                                      |  |                                |   |   |  | I                                 |
|  |                                      |  |                                |   |   |  | See Footnotes                     |

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|  |  |  |  |  |            |           |  |                             |
|--|--|--|--|--|------------|-----------|--|-----------------------------|
| value<br>\$0.01 per<br>share                         |  |  |  |  |            |           |  | (3) (8)                     |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |  |  |  |  | 58,849,041 | I         |  | See<br>Footnotes<br>(4) (8) |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |  |  |  |  | 5,712,083  | I         |  | See<br>Footnotes<br>(5) (8) |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |  |  |  |  | 51,880     | I         |  | See<br>Footnotes<br>(6) (8) |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |  |  |  |  | 2,759,949  | D (7) (8) |  |                             |

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                     |



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Institutional. Investments is the general partner of RBS and CBL and the manager of RBSIM. Mr. Lampert is the Chairman, Chief Executive Officer and Director of Investments.

### **Remarks:**

Pursuant to Rule 16a-1(a)(2)(ii)(B) under the Securities Exchange Act of 1934, as amended (the "Act"), each of the Reporting

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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