

ASBURY AUTOMOTIVE GROUP INC

Form 8-K

September 20, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):

September 20, 2011 (August 27, 2011)

Asbury Automotive Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-31262

(Commission File Number)

01-0609375

(IRS Employer Identification No.)

2905 Premiere Parkway NW, Suite

300

Duluth, GA

30097

(Address of principal executive
offices)

(Zip Code)

(770) 418-8200

(Registrant's telephone number, including area code)

None

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On August 27, 2011, Michael J. Durham, a member of the Board of Directors of Asbury Automotive Group, Inc., entered into a sales plan (the "Durham Plan") pursuant to Rule 10b5-1 of the Securities Exchange Act of 1934. Commencing on September 27, 2011, Mr. Durham's broker may sell up to a certain number of shares of the Company's common stock at specified minimum market prices through September 30, 2012, unless the Durham Plan terminates at an earlier date in accordance with its terms.

Specific sales transactions under the Durham Plan will be disclosed publicly through Form 4 filings with the Securities and Exchange Commission.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ASBURY AUTOMOTIVE GROUP, INC.

Date: September 20, 2011

By: /s/ Ryan T. Marsh
Name: Ryan T. Marsh
Title: Vice President and Treasurer