

ADESA INC  
Form 4  
February 28, 2005

**FORM 4**

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

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SMITH NICK**

(Last) (First) (Middle)

**13085 HAMILTON CROSSING  
BLVD.**

(Street)

**CARMEL, IN 46032**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**ADESA INC [KAR]**

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

**02/24/2005**

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)

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 (A) or (D)	Price	
Common Stock, par value \$.01 per share	02/24/2005		M		1,450	A \$ 8.78	20,930.396 D
Common Stock, par value \$.01 per share	02/24/2005		M		1,450	A \$ 8.4	22,380.396 D
Common Stock, par value \$.01 per share	02/24/2005		M		1,500	A \$ 9.97	23,880.396 D

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Common Stock, par value \$.01 per share	02/24/2005	S	4,400	D	\$ 22.14	19,480.396	D
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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)	8. De Se (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock, par value \$.01 per share	\$ 8.78	02/24/2005		M	1,450	<u>(1)</u>	01/02/2006	Common Stock, par value \$.01 per share	1,450
Option to Purchase Common Stock, par value \$.01 per share	\$ 8.4	02/24/2005		M	1,450	<u>(2)</u>	01/02/2007	Common Stock, par value \$.01 per share	1,450
Option to Purchase Common Stock, par value \$.01 per share	\$ 9.97	02/24/2005		M	1,500	<u>(3)</u>	01/03/2010	Common Stock, par value \$.01 per share	1,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH NICK 13085 HAMILTON CROSSING BLVD. CARMEL, IN 46032		X		

## Signatures

Michelle Mallon for Nick  
Smith 02/25/2005

\_\_Signature of Reporting Person

Date

## 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) One-half (1/2) of the total grant vested and became exercisable on January 2, 1997 and the remaining one-half (1/2) of the total grant vested and became exercisable on January 2, 1998.
- (2) One-half (1/2) of the total grant vested and became exercisable on January 2, 1998 and the remaining one-half (1/2) of the total grant vested and became exercisable on January 2, 1999.
- (3) One-half (1/2) of the total grant vested and became exercisable on January 3, 2001 and the remaining one-half (1/2) vested and became exercisable on January 3, 2002.

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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