

UNITED AUTO GROUP INC

Form 4

June 09, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KURNICK ROBERT H JR

(Last) (First) (Middle)

2555 TELEGRAPH ROAD

(Street)

BLOOMFIELD HILLS, MI 48302

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
UNITED AUTO GROUP INC
[UAG]

3. Date of Earliest Transaction
(Month/Day/Year)
06/07/2005

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) below)
Exec VP, General Counsel

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	06/07/2005		M		12,100	A	\$ 20.95	38,746	D
Common Stock	06/07/2005		S		400	D	\$ 31.24	38,346	D
Common Stock	06/07/2004		S		2,400	D	\$ 31.05	35,946	D
Common Stock	06/07/2005		S		4,300	D	\$ 30.85	31,646	D
Common Stock	06/07/2005		S		5,000	D	\$ 31.57	26,646	D

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Common Stock	06/08/2005	M	400	A	\$ 20.95	27,046	D
Common Stock	06/08/2005	S	400	D	\$ 31.05	26,646	D
Common Stock	06/08/2005	M	7,500	A	\$ 10.04	34,146	D
Common Stock	06/08/2005	S	3,800	D	\$ 31.23	30,346	D
Common Stock	06/08/2005	S	2,700	D	\$ 31.09	27,646	D
Common Stock	06/08/2005	S	1,000	D	\$ 31	26,646	D
Common Stock	06/08/2005	M	5,000	A	\$ 9.75	31,646	D
Common Stock	06/08/2005	S	800	D	\$ 31.03	30,846	D
Common Stock	06/08/2005	S	4,200	D	\$ 30.94	26,646	D

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 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)	\$ 20.95	06/07/2005		M	12,100	(1) 02/22/2012	Common Stock 12,100
Employee Stock	\$ 20.95	06/08/2005		M	400	(1) 02/22/2012	Common Stock 400

Option
(right to
buy)

Employee
Stock

Option (right to buy)	\$ 10.04	06/08/2005	M	7,500	<u>(3)</u>	02/28/2011	Common Stock	7,500
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Employee
Stock

Option (right to buy)	\$ 9.75	06/08/2005	M	5,000	<u>(4)</u>	01/14/2010	Common Stock	5,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KURNICK ROBERT H JR 2555 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48302			Exec VP, General Counsel	

Signatures

/s/Robert H.
Kurnick, Jr. 06/09/2005

__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) The options vest in three equal installments on February 22, 2003, February 22, 2004 and February 22, 2005.
- (2) Price is not relevant to this transaction.
- (3) The options vest in three equal installments on February 28, 2002, February 28, 2003 and February 28, 2004.
- (4) The options vest in three equal installments on January 14, 2001, January 14, 2002 and January 14, 2003

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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