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HUMPFRIES L M IRREVOCABLE TRUST

Form 3

April 07, 2003

FORM 3	UNIT	OMB APPROVAL							
LOUIN 3		Washington, DC 20549						OMB Number: 3235-0104	
								Expires: January 31, 2005	
	Filed pursuant	L STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES Estimated						age burden nse0.5	
(Print or Type Responses)									
1. Name and Address of Reporting Person* L.M. Humphries Irrevocable Trust		2. Date of Event Requiring Statement (Month/Day/Year) 3/13/02		4. Issuer Name and Ticker or Trading Symbol Asbury Automotive Group, Inc. [NYSE: ABG]					
(Last) (First) 12 River Ridge Ro	(Middle)	Iddle) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) [_] Director [X] 10% Owner		6. If Amendment, Date of Original (Month/Year)			
(Street) Little Rock, AF 72227-1552	R			Officer (gi (specify title b		7. Individual or Joint/Group Filing (Check Applicable Line) [X] Form filed by One Reporting Person [] Form filed by More than One Reporting Person			
(City) (State)	(Zip)	T	able	I Non-Deri	vative Securities Be	neficially Owne	ed		
1. Title of Security (Instr.4)	Sec Ber	Securities Direct		vnership Form: t (D) or ect (I) (Instr. 5)	D) or (Instr. 5)			•	
Common Stock, par value \$0.01 per share 3,6		81.00 ⁽¹⁾ (D)							

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 Number.

(Over) SEC1473 (7-02)

⁽¹⁾ L.M. Humphries Irrevocable Trust could be deemed to be part of a group as defined in Section 13(d) of the Exchange that owns approximately 79% of the outstanding common stock of Asbury Automotive Group, Inc. based on voting arrangements in a shareholders agreement. L.M. Humphries Irrevocable Trust expressly disclaims beneficial ownership of the shares of Asbury Automotive Group, Inc. beneficially owned by all other parties to the shareholders agreement.

^{*} If the form is filed by more than one reporting person, see Instruction 5(b)(v).

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FORM 3 (continued)

Table II Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1.Title of Derivative Security (Instr.4)	2.Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of So Derivative Security (Instr	4. Conversion or Exercise Price of	5. Owner- ship Form of Deriv- ative	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exer- cisable*	Expira- tion Date	Title	Amount or Number of Shares	Deriv- ative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
N/A							

Explanation of Responses:

	4/1//03	
	**Signature of Reporting Person	Date

Note:

File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).