

AUTONATION, INC.
Form S-8 POS
May 06, 2014

As filed with the Securities and Exchange Commission on May 6, 2014

Registration No. 333-143250

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

POST-EFFECTIVE AMENDMENT NO. 1

to

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

AutoNation, Inc.

(Exact Name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of

73-1105145
(I.R.S. Employer

incorporation or organization)

Identification No.)

200 SW 1st Ave

Fort Lauderdale, Florida

33301

(Address of principal executive offices)

(Zip Code)

2007 NON-EMPLOYEE DIRECTOR STOCK OPTION PLAN

(Full title of the plan)

Jonathan P. Ferrando

Executive Vice President General Counsel, Corporate Development and Human Resources

200 SW 1st Ave

Fort Lauderdale, Florida 33301

(Name and address of agent for service)

954-769-6000

(Telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

| | | | |
|-------------------------|-------------------------------------|---------------------------|--------------------------|
| Large accelerated filer | <input checked="" type="checkbox"/> | Accelerated filer | <input type="checkbox"/> |
| Non-accelerated filer | <input type="checkbox"/> | Smaller reporting company | <input type="checkbox"/> |

(Do not check if a smaller reporting company)

DEREGISTRATION OF SECURITIES

This Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 filed by AutoNation, Inc. (the Company) on May 25, 2007 (File No. 333-143250) (the Registration Statement) is being filed for the purpose of deregistering 838,232 unissued shares of the Company s common stock that were originally registered for issuance and remained available under the 2007 Non-Employee Director Stock Option Plan (the Plan).

The Company hereby deregisters 838,232 shares of the Company s common stock, which represent the shares that remained unissued and available under the Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Fort Lauderdale, State of Florida, on May 6, 2014.

AutoNation, Inc.

By: /s/ MICHAEL J. JACKSON

Name: Michael J. Jackson

Title: Chairman of the Board and Chief

Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 has been signed by the following persons in the capacities and on the date indicated.

| Signature | Title | Date |
|---|--|-------------|
| /s/ MICHAEL J. JACKSON Michael J. Jackson | Chairman of the Board and Chief Executive Officer (Principal Executive Officer) | May 6, 2014 |
| /s/ CHERYL SCULLY Cheryl Scully | Executive Vice President and Chief Financial Officer (Principal Financial Officer) | May 6, 2014 |
| /s/ MICHAEL J. STEPHAN Michael J. Stephan | Vice President – Corporate Controller (Principal Accounting Officer) | May 6, 2014 |
| /s/ ROBERT J. BROWN Robert J. Brown | Director | May 6, 2014 |
| /s/ RICK L. BURDICK Rick L. Burdick | Director | May 6, 2014 |
| /s/ DAVID B. EDELSON David B. Edelson | Director | May 6, 2014 |
| /s/ ROBERT R. GRUSKY Robert R. Grusky | Director | May 6, 2014 |

Robert R. Grusky

/s/ MICHAEL LARSON Director May 6, 2014

Michael Larson

/s/ MICHAEL E. MAROONE Director May 6, 2014

Michael E. Maroone

/s/ CARLOS A. MIGOYA Director May 6, 2014

Carlos A. Migoya

/s/ G. MIKE MIKAN Director May 6, 2014

G. Mike Mikan