SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 6)*

ASBURY AUTOMOTIVE GROUP INC

(Name of Issuer)

Common Stock, $0.01 par value per share

(Title of Class of Securities)

(CUSIP Number)

CHRISTIAN ASMAR
IMPACTIVE CAPITAL LP, 450 West 14th Street, 12th Floor
New York, NY, 10014
212-218-8810

LAUREN TAYLOR WOLFE
IMPACTIVE CAPITAL LP, 450 West 14th Street, 12th Floor
New York, NY, 10014
212-218-8810

ANDREW FREEDMAN, ESQ.
OLSHAN FROME WOLOSKY LLP, 1325 Avenue of the Americas
New York, NY, 10019
212-451-2300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

07/10/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Impactive Capital LP	
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)	
3	SEC use only	
4	Source of funds (See Instructions) AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 897,724.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 897,724.00
11	Aggregate amount beneficially owned by each reporting person 897,724.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 4.8 %	
14	Type of Reporting Person (See Instructions) IA, PN	

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Impactive Capital LLC
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)

3	SEC use only
4	Source of funds (See Instructions) AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 897,724.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 897,724.00

11	Aggregate amount beneficially owned by each reporting person 897,724.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐
13	Percent of class represented by amount in Row (11) 4.8 %
14	Type of Reporting Person (See Instructions) OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Wolfe Lauren Taylor
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)
3	SEC use only
4	Source of funds (See Instructions) AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐
6	Citizenship or place of organization UNITED STATES

Number of Shares Beneficially	7	Sole Voting Power 0.00

Owned by Each Reporting Person With:	8	Shared Voting Power 897,724.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 897,724.00

11	Aggregate amount beneficially owned by each reporting person 897,724.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐
13	Percent of class represented by amount in Row (11) 4.8 %
14	Type of Reporting Person (See Instructions) IN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Asmar Christian
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)
3	SEC use only
4	Source of funds (See Instructions) AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐
6	Citizenship or place of organization UNITED STATES

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 897,724.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 897,724.00

11	Aggregate amount beneficially owned by each reporting person 897,724.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

☐

13	Percent of class represented by amount in Row (11) 4.8 %
14	Type of Reporting Person (See Instructions) IN

SCHEDULE 13D

Item 1.	Security and Issuer
(a)	Title of Class of Securities: Common Stock, $0.01 par value per share
(b)	Name of Issuer: ASBURY AUTOMOTIVE GROUP INC
(c)	Address of Issuer's Principal Executive Offices: 6655 PEACHTREE DUNWOODY ROAD, ATLANTA, GEORGIA , 30328.
Item 3.	Source and Amount of Funds or Other Consideration
	Item 3 is hereby amended and restated as follows: The 897,724 Shares beneficially owned by the Impactive Funds were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases. The aggregate purchase price of the 897,724 Shares beneficially owned by the Impactive Funds is approximately $106,412,287, including brokerage commissions.
Item 5.	Interest in Securities of the Issuer
(a)	Item 5(a) is hereby amended and restated as follows: The aggregate percentage of Shares reported owned by each person named herein is based upon 18,618,800 Shares outstanding as of April 29, 2026, which is the total number of Shares outstanding as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on May 1, 2026. A. Impactive Capital As of the date hereof, Impactive Capital beneficially owned 897,724 Shares held by the Impactive Funds. Percentage: Approximately 4.8% B. Impactive Capital GP As the general partner of Impactive Capital, Impactive Capital GP may be deemed to beneficially own the 897,724 Shares held by the Impactive Funds. Percentage: Approximately 4.8% C. Ms. Taylor Wolfe and Mr. Asmar Each of Ms. Taylor Wolfe and Mr. Asmar, as Managing Members of Impactive Capital GP, may be deemed to beneficially own the 897,724 Shares held by the Impactive Funds. Percentage: Approximately 4.8%
(b)	Item 5(b) is hereby amended and restated as follows: A. Impactive Capital 1. Sole power to vote or direct vote: 0 2. Shared power to vote or direct vote: 897,724 3. Sole power to dispose or direct the disposition: 0 4. Shared power to dispose or direct the disposition: 897,724 B. Impactive Capital GP 1. Sole power to vote or direct vote: 0 2. Shared power to vote or direct vote: 897,724 3. Sole power to dispose or direct the disposition: 0 4. Shared power to dispose or direct the disposition: 897,724 C. Ms. Taylor Wolfe and Mr. Asmar 1. Sole power to vote or direct vote: 0 2. Shared power to vote or direct vote: 897,724 3. Sole power to dispose or direct the disposition: 0 4. Shared power to dispose or direct the disposition: 897,724
(c)	Item 5(c) is hereby amended and restated as follows: A. Impactive Capital The transactions in the Shares by Impactive Capital through the Impactive Funds during the past sixty days are set forth in Exhibit 1 and are incorporated herein by reference. B. Impactive Capital GP Impactive Capital GP has not entered into any transactions in the Shares during the past sixty days. The transactions in the Shares by Impactive Capital through the Impactive Funds during the past sixty days are set forth in Exhibit 1 and are incorporated herein by reference. C. Ms. Taylor Wolfe and Mr. Asmar Each of Ms. Taylor Wolfe and Mr. Asmar have not entered into any transactions in the Shares during the past sixty days. The transactions in the Shares by Impactive Capital through the Impactive Funds during the past sixty days are set forth in Exhibit 1 and are incorporated herein by reference.
(e)	Item 5(e) is hereby amended and restated as follows: As of the close of business on July 10, 2026, the Reporting Persons ceased to be the beneficial owners of more than 5% of the Shares of the Issuer.
Item 7.	Material to be Filed as Exhibits.
	Item 7 is hereby amended to add the following exhibit: 1 - Transactions in Securities

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Impactive Capital LP

Signature: /s/ Lauren Taylor Wolfe
Name/Title: Lauren Taylor Wolfe, Managing Member of Impactive Capital LLC, its General Partner
Date: 07/13/2026

Impactive Capital LLC

Signature: /s/ Lauren Taylor Wolfe
Name/Title: Lauren Taylor Wolfe, Managing Member
Date: 07/13/2026

Wolfe Lauren Taylor

Signature: /s/ Lauren Taylor Wolfe
Name/Title: Lauren Taylor Wolfe
Date: 07/13/2026

Asmar Christian

Signature: /s/ Christian Asmar
Name/Title: Christian Asmar
Date: 07/13/2026

<u>Transactions in the Shares of the Issuer by the Reporting Persons During the Last Sixty (60) Days</u>

The following table sets forth all transactions in the Shares effected in the past sixty days by the Reporting Persons. Except as noted below, all such transactions were effected in the open market through brokers and the price per share excludes commissions. Where a price range is provided in the column Price Range ($), the price reported in that row's Price Per Share ($) column is a weighted average price. The Shares in this column were purchased or sold in multiple transactions at prices between the price ranges indicated in the Price Range ($) column. The Reporting Persons undertake to provide to the staff of the SEC, upon request, full information regarding the number of Shares purchased or sold at each separate price.

IMPACTIVE CAPITAL LP
(through the Impactive Funds)

Trade Date	Shares Purchased / (Sold)	Price Per Share ($)	Price Range ($)
07/10/2026	(140,955)	213.4861	212.3922 - 215.0758