SEC Form 4	
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Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

5. Relationship of Reporting Person(s) to Issuer 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person (Check all applicable) ASBURY AUTOMOTIVE GROUP INC Milstein Jed Director 10% Owner ABG] Officer (give title Other (specify Х below) below) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Last) SVP & CHRO 02/14/2024 C/O ASBURY AUTOMOTIVE GROUP, INC. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 2905 PREMIERE PARKWAY NW, SUITE 300 Line) X Form filed by One Reporting Person (Street) Form filed by More than One Reporting 30097 DULUTH GA Person Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature Form: Direct (D) or Indirect of Indirect Beneficial Date Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and Securities (Month/Day/Year) Beneficially if any Code (Instr. 5) Owned Following (Month/Dav/Year) 8) (I) (Instr. 4) Ownership Reported (Instr. 4) Transaction(s) (A) or (D) Price Code ν Amount (Instr. 3 and 4) 02/14/2024 Common Stock F 120 D \$218.35 9,885 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction 5. Number 6. Date Exercisable and 1. Title of 2. 3A. Deemed 7. Title and 8. Price of 9. Number of 10. 11. Nature

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	 Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	of indirect Beneficial Ownership (Instr. 4)	
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

Explanation of Responses:

Remarks:

/s/George A. Villasana,

Attorney In-Fact

02/16/2024

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

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.