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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): February 13, 2025**

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**Asbury Automotive Group, Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**

(State or other jurisdiction of incorporation)

**001-31262**

(Commission File Number)

**2905 Premiere Parkway NW Suite 300**

**Duluth, GA**

(Address of principal executive offices)

**01-0609375**

(IRS Employer Identification No.)

**30097**

(Zip Code)

**(770) 418-8200**

(Registrant's telephone number, including area code)

**None**

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common stock, \$0.01 par value per share	ABG	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 13, 2025, the Board of Directors for Asbury Automotive Group, Inc. (the “Company”) appointed Daniel E. Clara, age 45, to serve as the Company’s Chief Operating Officer, effective February 17, 2025. Mr. Clara joined the Company in 2002 and most recently served as Senior Vice President, Operations, a post he assumed in January 2020. Mr. Clara has also held several other positions with the Company, including Vice President of Market Operations, Managing Market Director, General Manager, General Sales Manager, Used Car Manager, New Car Sales Manager, F&I Manager and Client Advisor. Mr. Clara received his bachelor’s degree in International Business from Northwood University.

In connection with his promotion, Mr. Clara’s annual base salary increased from \$750,000 to \$800,000 effective as of February 17, 2025. He also received an equity grant of \$1.5 million, sixty percent of which equity award value was allocated to performance-based restricted stock units (“PRSUs”) and 40% of which equity award value was allocated to time-vested restricted stock units (“RSUs”). The PRSUs will be subject to vesting over three years, based on Mr. Clara’s continued service and subject to the achievement of performance metrics established by the Board of Directors’ Compensation and Human Resources Committee. The RSUs will be subject to vesting in equal installments over three years, based on Mr. Clara’s continued service.

A copy of the press release announcing the appointment of Mr. Clara as Chief Operating Officer is attached hereto as Exhibit 99.1 to this Current Report and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
<a href="#">99.1</a>	Press Release, dated February 19, 2025
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 19, 2025

ASBURY AUTOMOTIVE GROUP, INC.

By: \_\_\_\_\_ /s/ Dean A. Calloway

**Name:** **Dean A. Calloway**

**Title:** **Senior Vice President, General Counsel & Secretary**



## Asbury Automotive Group, Inc. Announces Appointment of Chief Operating Officer

DULUTH, Ga., Feb. 19, 2025 - The Board of Directors of Asbury Automotive Group, Inc. (NYSE: ABG) ("Asbury" or the "Company"), one of the largest automotive retail and service companies in the U.S., today announced that Senior Vice President of Operations Daniel E. Clara has been promoted to Chief Operating Officer effective February 17, 2025. Mr. Clara has over 23 years of extensive automotive retail experience. Prior to his 5 years as SVP of Operations, he held positions as regional vice president, market director, general manager, other store-level department leadership roles, and store-level frontline retail positions at Asbury.

"Dan has done a great job leading store operations for Asbury for the past 5 years," said Tom Reddin, the Chair of the Board. "Dan's leadership has contributed to significant same store growth, successful integration of several large acquisitions, and importantly, value creation for our shareholders."

David Hult added, "I am very excited that the Board appointed Dan to the position of Chief Operating Officer. It is a well-deserved promotion. In addition to leading store operations, Dan's leadership responsibility now also includes our development and innovation team, as well as significant functions within our marketing team. With the totality of Dan's growing responsibilities, he will have an even larger impact on enabling an industry-leading guest experience and the go-to-market strategies in our stores."

Dan Clara stated, "I am honored and grateful to take on a larger leadership role and look forward to driving further growth for the Company. I want to thank David and the Board of Directors of the Company for providing me this opportunity. David has been a wonderful mentor to me since he joined the Company in 2014. I look forward to continuing the work alongside our team members in pursuit of our mission: to become the most guest-centric automotive retailer."

### About Asbury Automotive Group, Inc.

Asbury Automotive Group, Inc. (NYSE: ABG), a Fortune 500 company headquartered in Duluth, GA, is one of the largest automotive retailers in the U.S. In late 2020, Asbury embarked on a multi-year plan to increase revenue and profitability strategically through organic and acquisitive growth and innovative technologies, with its guest-centric approach as Asbury's constant North Star. As of December 31, 2024, Asbury operated 152 new vehicle dealerships, consisting of 198 franchises and representing 31 domestic and foreign brands of vehicles. Asbury also operates Total Care Auto, Powered by Landcar, a leading provider of service contracts and other vehicle protection products, and 37 collision repair centers. Asbury offers an extensive range of automotive products and services, including new and used vehicles; parts and service, which includes vehicle repair and maintenance services, replacement parts and collision repair services; and finance and insurance products, including arranging vehicle financing through third parties and aftermarket products, such as extended service contracts, guaranteed asset protection debt cancellation, and prepaid maintenance. Asbury is recognized as one of America's Fastest Growing Companies 2024 by the Financial Times and the Company is listed among the World's Most Trustworthy Companies 2024 by Newsweek.

For additional information, visit [www.asburyauto.com](http://www.asburyauto.com).

Asbury Media Contact:

Morgan Irwin ([mirwin@asburyauto.com](mailto:mirwin@asburyauto.com)) Head of Corporate Communications, 678-537-6953

Source: Asbury Automotive Group, Inc.