

AUTONATION INC /FL  
Form DEFA14A  
March 23, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
SCHEDULE 14A  
(Rule 14a-101)  
SCHEDULE 14A INFORMATION  
Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement.

**Confidential,  
for Use of the  
Commission Only  
(as permitted by  
Rule 14a-6(e)(2)).**

Definitive Proxy  
Statement.

Definitive  
Additional  
Materials.

Soliciting  
Material Pursuant  
to § 240.14a-12.

**AutoNation, Inc.  
(Name of Registrant as Specified In Its Charter)**

**(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:
  - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  - (4) Proposed maximum aggregate value of transaction:
  - (5) Total fee paid:
- o Fee paid previously with preliminary materials:
- o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
- (1) Amount Previously Paid:
  - (2) Form, Schedule or Registration Statement No.:
  - (3) Filing Party:
  - (4) Date Filed:
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SAMPLEDESIGNATION (IF ANY) 000000000.000000 ext 000000000.000000 extADD 1 Electronic  
Voting InstructionsADD 2ADD 3 You can vote by Internet or telephone! ADD 4 Available 24 hours a  
day, 7 days a week!ADD 5 Instead of mailing your proxy, you may choose one of the two voting ADD 6  
methods outlined below to vote your proxy. VALIDATION DETAILS ARE LOCATED BELOW IN  
THE TITLE BAR.Proxies submitted by the Internet or telephone must be received by 1:00 a.m., Eastern  
Time, on May 6, 2009.Vote by Internet Log on to the Internet and go to www.envisionreports.com/an  
Follow the steps outlined on the secured website.Vote by telephone Call toll free 1-800-652-VOTE  
(8683) within the United States, Canada & Puerto Rico any time on a touch tone telephone. There is NO  
CHARGE to you for the call.Using a black ink pen, mark your votes with an X as shown in X Follow the  
instructions provided by the recorded message. this example. Please do not write outside the designated  
areas.Annual Meeting Proxy Card 123456 C0123456789 123453 IF YOU HAVE NOT VOTED VIA  
THE INTERNET OR TELEPHONE, FOLD ALONG THE PERFORATION, DETACH AND RETURN  
THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. 3A Proposals The Board of Directors  
recommends a vote FOR all the nominees listed below.1. Election of Directors: 01 Mike Jackson 02  
Rick L. Burdick 03 William C. Crowley 04 David B. Edelson 05 Kim C. Goodman06 Robert R.  
Grusky 07 Michael E. Maroone 08 Carlos A. Migoya +Mark here to vote FOR all nominees For All  
EXCEPT To withhold a vote for one or more nominees, mark the box to the left and the 01 02 03 04 05  
06 07 08 corresponding numbered box(es) to the right.Mark here to WITHHOLD vote from all  
nomineesThe Board of Directors recommends a vote FOR Proposal 2. The Board of Directors  
recommends a vote AGAINST Proposals 3 and 4.For Against Abstain For Against Abstain2. Ratification  
of the selection of KPMG LLP as the Company s 3. Adoption of stockholder proposal regarding special  
meetings. independent registered public accounting firm for 2009.4. Adoption of stockholder proposal  
regarding an independent Board chairman.B Non-Voting ItemsChange of Address Please print new  
address below.C Authorized Signatures This section must be completed for your vote to be counted.  
Date and Sign BelowPlease sign exactly as name(s) appears hereon. Joint owners should each sign. When  
signing as attorney, executor, administrator, corporate officer, trustee, guardian, or custodian, please give  
full title. Date (mm/dd/yyyy) Please print date below. Signature 1 Please keep signature within the box.  
Signature 2 Please keep signature within the box.C 1234567890 J N T MR A SAMPLE (THIS AREA IS  
SET UP TO ACCOMMODATE140 CHARACTERS) MR A SAMPLE AND MR A SAMPLE AND MR  
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2009 Annual Meeting of AutoNation, Inc. Stockholders Wednesday, May 6, 2009, 9:00 A.M. Eastern Time AutoNation Tower 110 S.E. 6th Street Fort Lauderdale, Florida 33301 Upon arrival, please present this admission ticket and photo identification at the registration desk. **3 IF YOU HAVE NOT VOTED VIA THE INTERNET OR TELEPHONE, FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE.** **3Proxy** AutoNation, Inc. This proxy is solicited on behalf of the Board of Directors Mike Jackson and Jonathan P. Ferrando, each with power of substitution, are hereby authorized to vote all shares of common stock which the undersigned would be entitled to vote if personally present at the Annual Meeting of Stockholders of AutoNation, Inc. to be held on May 6, 2009, or any postponements or adjournments thereof, as indicated on the reverse side. **THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED BY THE UNDERSIGNED STOCKHOLDER. IF NO DIRECTION IS GIVEN, THIS PROXY WILL BE VOTED FOR THE ELECTION OF ALL NOMINEES FOR DIRECTOR, FOR THE RATIFICATION OF THE SELECTION OF KPMG LLP AS INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2009, AGAINST THE ADOPTION OF THE STOCKHOLDER PROPOSAL REGARDING SPECIAL MEETINGS, AND AGAINST THE ADOPTION OF THE STOCKHOLDER PROPOSAL REGARDING AN INDEPENDENT BOARD CHAIRMAN.** As to any other matter, the proxy holders shall vote as recommended by our Board of Directors or, if no recommendation is given, in their own discretion. The undersigned hereby acknowledges receipt of the Proxy Statement and the Annual Report for the fiscal year ended December 31, 2008 furnished herewith. **PLEASE MARK, SIGN, DATE AND PROMPTLY RETURN THIS PROXY CARD USING THE ENCLOSED POSTAGE-PAID ENVELOPE.** (Continued and to be signed on reverse side)