ESL INVESTORS LLC

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

subject to

Form 4

March 03, 2010

FORM 4

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

OMB

OMB APPROVAL

Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LAMPERT EDWARD S

2. Issuer Name and Ticker or Trading

Symbol

AUTONATION, INC. [AN]

5. Relationship of Reporting Person(s) to Issuer

(Last) (First) (Middle)

(Street)

200 GREENWICH AVENUE

3. Date of Earliest Transaction

(Month/Day/Year)

(Check all applicable)

_X__ 10% Owner

03/01/2010

Officer (give title _ Other (specify below)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

Form filed by One Reporting Person

X Form filed by More than One Reporting

GREENWICH, CT 06830

OILLIN	1011, 01 00050	Person								
(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Securit order Dispos (Instr. 3, 4)	ed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock, par value \$0.01 per share	03/01/2010		P	73,800	A	\$ 17.9226 (2)	12,495,594	I	See Footnotes	
Common Stock, par value \$0.01 per share	03/02/2010		P	6,437	A	\$ 17.9834	12,502,031	I	See Footnotes	
Common Stock, par							6,704	I	See Footnotes	

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value \$0.01 per share			(3) (8)
Common Stock, par value \$0.01 per share	58,849,041	I	See Footnotes (4) (8)
Common Stock, par value \$0.01 per share	5,712,083	I	See Footnotes (5) (8)
Common Stock, par value \$0.01 per share	51,880	I	See Footnotes (6) (8)
Common Stock, par value \$0.01 per share	2,759,949	D (7) (8)	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivativ	re		Secur	rities	(Instr. 5)
	Derivative				Securities	S		(Instr.	. 3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable	Date	Title	Number	
						2.1010154010	24.0		of	
				Code	V (A) (D)				Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

SEC 1474

(9-02)

Reporting Owners

Reporting Owner Name / Address	Relationships					
Transfer and the same	Director	10% Owner	Officer	Other		
LAMPERT EDWARD S 200 GREENWICH AVENUE GREENWICH, CT 06830		X				
ESL INVESTMENTS INC 200 GREENWICH AVENUE GREENWICH, CT 06830		X				
RBS PARTNERS L P /CT 200 GREENWICH AVENUE GREENWICH, CT 06830		X				
ESL INVESTORS LLC 200 GREENWICH AVENUE GREENWICH, CT 06830		X				

Signatures

Edward S. Lampert	03/03/2010
**Signature of Reporting Person	Date
Adrian J. Maizey, as Chief Financial Officer of ESL Investments, Inc.	03/03/2010
**Signature of Reporting Person	Date
Adrian J. Maizey, as Chief Financial Officer of ESL Investments, Inc., the general partner of RBS Partners, L.P.	03/03/2010
**Signature of Reporting Person	Date
Adrian J. Maizey, as Chief Financial Officer of ESL Investments, Inc., the general partner of RBS Partners, L.P., the manager of ESL Investors, L.L.C.	03/03/2010
**Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) These shares of common stock, par value \$0.01 per share ("Shares"), of AutoNation, Inc. (the "Issuer") are held in an account established by the investment member of ESL Investors, L.L.C. ("Investors").
- This price represents the approximate weighted average price per Share of purchases that were executed at prices ranging from approximately \$17.89 to \$17.991 per Share. The Reporting Persons undertake to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares purchased at each price.
- (3) These Shares are held by ESL Institutional Partners, L.P. ("Institutional").
- (4) These Shares are held by ESL Partners, L.P. ("Partners").
- (5) These Shares are held by CBL Partners, L.P. ("CBL").
- (6) These Shares are held in a grantor retained annuity trust, of which Edward S. Lampert is the trustee.
- (7) These Shares are held by Mr. Lampert.
- (8) This Form 4 is filed on behalf of Mr. Lampert, ESL Investments, Inc. ("Investments"), RBS Partners, L.P. ("RBS") and Investors. RBS is the general partner of Partners and the managing member of Investors. RBS Investment Management, L.L.C. is the general partner of

Reporting Owners 3

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Institutional. Investments is the general partner of RBS and CBL and the manager of RBSIM. Mr. Lampert is the Chairman, Chief Executive Officer and Director of Investments.

Remarks:

Pursuant to Rule 16a-1(a)(2)(ii)(B) under the Securities Exchange Act of 1934, as amended (the "Act"), each of the Reporting Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.