

UNITED AUTO GROUP INC
 Form 4
 June 09, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KURNICK ROBERT H JR

2. Issuer Name and Ticker or Trading Symbol
UNITED AUTO GROUP INC [UAG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2555 TELEGRAPH ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/07/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec VP, General Counsel

BLOOMFIELD HILLS, MI 48302
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
				(A) or (D)	Price		
Common Stock	06/07/2005		M	V	12,100	A	\$ 20.95 38,746 D
Common Stock	06/07/2005		S		400	D	\$ 31.24 38,346 D
Common Stock	06/07/2004		S		2,400	D	\$ 31.05 35,946 D
Common Stock	06/07/2005		S		4,300	D	\$ 30.85 31,646 D
Common Stock	06/07/2005		S		5,000	D	\$ 31.57 26,646 D

Edgar Filing: UNITED AUTO GROUP INC - Form 4

Common Stock	06/08/2005	M	400	A	\$ 20.95	27,046	D
Common Stock	06/08/2005	S	400	D	\$ 31.05	26,646	D
Common Stock	06/08/2005	M	7,500	A	\$ 10.04	34,146	D
Common Stock	06/08/2005	S	3,800	D	\$ 31.23	30,346	D
Common Stock	06/08/2005	S	2,700	D	\$ 31.09	27,646	D
Common Stock	06/08/2005	S	1,000	D	\$ 31	26,646	D
Common Stock	06/08/2005	M	5,000	A	\$ 9.75	31,646	D
Common Stock	06/08/2005	S	800	D	\$ 31.03	30,846	D
Common Stock	06/08/2005	S	4,200	D	\$ 30.94	26,646	D

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

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 control number.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20.95	06/07/2005		M	12,100	(1) 02/22/2012	02/22/2012	Common Stock	12,100
Employee Stock	\$ 20.95	06/08/2005		M	400	(1) 02/22/2012	02/22/2012	Common Stock	400

Option
(right to
buy)

Employee
Stock

Option (right to buy)	\$ 10.04	06/08/2005		M	7,500	<u>(3)</u>	02/28/2011	Common Stock	7,500
-----------------------------	----------	------------	--	---	-------	------------	------------	-----------------	-------

Employee
Stock

Option (right to buy)	\$ 9.75	06/08/2005		M	5,000	<u>(4)</u>	01/14/2010	Common Stock	5,000
-----------------------------	---------	------------	--	---	-------	------------	------------	-----------------	-------

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KURNICK ROBERT H JR 2555 TELEGRAPH ROAD BLOOMFIELD HILLS, MI 48302			Exec VP, General Counsel	

Signatures

/s/Robert H.
Kurnick, Jr. 06/09/2005

 **Signature of Reporting Date
 Person

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) The options vest in three equal installments on February 22, 2003, February 22, 2004 and February 22, 2005.
- (2) Price is not relevant to this transaction.
- (3) The options vest in three equal installments on February 28, 2002, February 28, 2003 and February 28, 2004.
- (4) The options vest in three equal installments on January 14, 2001, January 14, 2002 and January 14, 2003

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.