

Hillier Scott  
Form 4  
April 26, 2013

**FORM 4**

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

OMB APPROVAL

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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 \*  
Hillier Scott

(Last) (First) (Middle)

150 N. BARTLETT STREET

(Street)

MEDFORD, OR 97501

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
LITHIA MOTORS INC [LAD]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/26/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr. VP of Operations

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)
			Code	V	Amount	(D)	Price
Class A Common Stock	04/26/2013		M		5,000	A	\$ 9.375 57,810
Class A Common Stock	04/26/2013		M		35,000	A	\$ 5.37 92,810
Class A. Common Stock	04/26/2013		S		3,000	D	\$ 48.15 89,810
Class A. Common	04/26/2013		S		2,000	D	\$ 48.2 87,810

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Stock							
Class A. Common Stock	04/26/2013	S	2,408	D	\$ 48.22	85,402	D
Class A. Common Stock	04/26/2013	S	500	D	\$ 48.27	84,902	D
Class A. Common Stock	04/26/2013	S	500	D	\$ 48.28	84,402	D
Class A. Common Stock	04/26/2013	S	1,495	D	\$ 48.29	82,907	D
Class A. Common Stock	04/26/2013	S	92	D	\$ 48.3	82,815	D
Class A. Common Stock	04/26/2013	S	2,000	D	\$ 48.34	80,815	D
Class A. Common Stock	04/26/2013	S	500	D	\$ 48.3401	80,315	D
Class A. Common Stock	04/26/2013	S	2,200	D	\$ 48.35	78,115	D
Class A. Common Stock	04/26/2013	S	1,700	D	\$ 48.36	76,415	D
Class A. Common Stock	04/26/2013	S	300	D	\$ 48.37	76,115	D
Class A. Common Stock	04/26/2013	S	500	D	\$ 48.38	75,615	D
Class A. Common Stock	04/26/2013	S	942	D	\$ 48.4	74,673	D
Class A. Common Stock	04/26/2013	S	500	D	\$ 48.41	74,173	D
Class A. Common Stock	04/26/2013	S	2,000	D	\$ 48.43	72,173	D

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Class A. Common Stock	04/26/2013	S	3,273	D	\$ 48.45	68,900	D
Class A. Common Stock	04/26/2013	S	27	D	\$ 48.47	68,873	D
Class A. Common Stock	04/26/2013	S	300	D	\$ 48.48	68,573	D
Class A. Common Stock	04/26/2013	S	6,951	D	\$ 48.5	61,622	D
Class A. Common Stock	04/26/2013	S	1,218	D	\$ 48.51	60,404	D
Class A. Common Stock	04/26/2013	S	113	D	\$ 48.5101	60,291	D
Class A. Common Stock	04/26/2013	S	642	D	\$ 48.52	59,649	D
Class A. Common Stock	04/26/2013	S	50	D	\$ 48.53	59,599	D
Class A. Common Stock	04/26/2013	S	100	D	\$ 48.54	59,499	D
Class A. Common Stock	04/26/2013	S	204	D	\$ 48.55	59,295	D
Class A. Common Stock	04/26/2013	S	1,022	D	\$ 48.56	58,273	D
Class A. Common Stock	04/26/2013	S	133	D	\$ 48.57	58,140	D

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)

