

[] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b).
[] Form 3 Holdings Reported
[] Form 4 Transactions Reported

OMB APPROVAL
OMB Number: 3235-0362
Expires: September 30, 1998
Estimated average burden hours per response.....1.0

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*
Brooks, William R.

(Last) (First) (Middle)

5401 E. Independence Blvd.

(Street)

Charlotte, North Carolina 28212

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Sonic Automotive, Inc.

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year
12/98

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

- [X] Director [] 10% Owner
[] Officer (give title below)
[] Other (specify below)

7. Individual or Joint/Group Reporting (check applicable line)

- [XX] Form Filed by One Reporting Person
[] Form Filed by More than One Reporting Person

Table 1 -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<TABLE>
<CAPTION>

Table with 6 columns: 1. Title of Security, 2. Transaction Date, 3. Transaction Code, 4. Securities Acquired or Disposed of, 5. Amount of Securities, 6. Ownership Form. Includes headers for Dir-Indirect, Beneficial, and Ownership Form details.

None

</TABLE>

If the form is filed by more than one reporting person, see instruction 4(b) (v).

(Over)
SEC 2270 (9-96)

Form 5 (continued)

Table 11 -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<TABLE> <CAPTION>						
1. Title of and Amount Derivative Underlying Security (Instr. 3) (Instr. 3 and 4)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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 of
Amount or Number of Title Shares				(A) (D)	Exer- cisable Date	tion Date
<S> <C>	<C>	<C>		<C>	<C>	<C>
Options to purchase A 10,000*	\$14.50*	3/31/98	A	10,000*	12/3/98 3/31/08	Class
Common Stock						

<CAPTION>

8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
\$14.50*	10,000*	D	

</TABLE>

Explanation of Responses:

* On March 31, 1998, Mr. Brooks received options to purchase 10,000 shares of Class A Common Stock at an exercise price of \$14.50 per share pursuant to the Company's Formula Stock Option Plan for Independent Directors (the "Plan"). On January 25, 1999, the Company effected a 2-for-1 split of its Class A Common Stock. Pursuant to the terms of the Plan and effective simultaneously with the stock split, the number and exercise price of Mr. Brooks' options were adjusted as a result of the stock split to options to purchase 20,000 shares at an exercise price of \$7.25 per share.

/s/ William R. Brooks

3/18/99

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C 1001 and 15 U.S.C. 781(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.