

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **October 12, 2012**

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**SONIC AUTOMOTIVE, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**

(State or other jurisdiction of incorporation)

**1-13395**

(Commission File Number)

**56-201079**

(IRS Employer Identification No.)

**4401 Colwick Road**

**Charlotte, North Carolina**

(Address of principal executive offices)

**28211**

(Zip Code)

Registrant's telephone number, including area code: **(704) 566-2400**

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**N/A**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02. Results of Operations and Financial Condition.**

On October 12, 2012, we issued a press release announcing anticipated results for our fiscal quarter ended September 30, 2012 and earnings expectations for the full fiscal year.

A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

99.1 Press release of Sonic Automotive, Inc. dated October 12, 2012

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SONIC AUTOMOTIVE, INC.

By: /s/ Stephen K. Coss  
Stephen K. Coss  
Senior Vice President and General Counsel

Dated: October 12, 2012

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INDEX TO EXHIBITS

Exhibit  
No.

Description

99.1 Press release of Sonic Automotive, Inc. dated October 12, 2012

***Sonic Automotive, Inc. Reaffirms Full Year Guidance***  
***Q3 2012 Adjusted Continuing Ops. Diluted EPS Growth of 18%***

CHARLOTTE, N.C. – October 12, 2012 – Sonic Automotive, Inc. (NYSE: SAH), one of the nation’s largest automotive retailers, today reported it is reaffirming its full year guidance for adjusted diluted earnings per share from continuing operations to be between \$1.65 and \$1.70. Excluded from this range are costs associated with retiring its outstanding 5.0% Convertible Senior Notes due 2029 (“5% Notes”) and tax benefits related to the settlement of certain tax matters in the second and third quarters of 2012 which total a net charge of \$0.16 per diluted share. This range of expected adjusted diluted earnings per share supersedes the previously communicated expected range of \$1.62 to \$1.70. On an unadjusted basis, full year guidance for diluted earnings per share from continuing operations is expected to be between \$1.49 and \$1.54.

Sonic anticipates announcing in its earnings release scheduled for October 23<sup>rd</sup>, 2012 adjusted earnings per share from continuing operations of \$0.40, in line with the company’s expectations. These results were driven by double-digit retail volume growth and improved cost performance. Adjusted earnings per share from continuing operations of \$0.40 excludes the effect of a pre-tax charge of \$18.5 million, or \$0.19 per diluted share, related to costs associated with retiring its 5% Notes in the third quarter of 2012.

About Sonic Automotive

Sonic Automotive, Inc., a Fortune 500 company based in Charlotte, N.C., is one of the nation’s largest automotive retailers. Sonic can be reached on the web at [www.sonicautomotive.com](http://www.sonicautomotive.com).

Included herein are forward-looking statements, including statements with respect to anticipated growth in new vehicle sales, and future success and impacts from the implementation of our strategic initiatives. There are many factors that affect management’s views about future events and trends of the Company’s business. These factors involve risk and uncertainties that could cause actual results or trends to differ materially from management’s view, including without limitation, economic conditions in the markets in which we operate, new and used vehicle industry sales volume, the success of our operational strategies, the rate and timing of overall economic recovery or decline, and the risk factors described in the Company’s annual report on Form 10-K for the year ending December 31, 2011 and quarterly report on Form 10-Q for the period ended June 30, 2012. The Company does not undertake any obligation to update forward-looking information.