APPROVAL

FORM 5 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

CHECK BOX IF NO LONGER 3235-0362

SUBJECT TO SECTION 16. FORM 4

SEPTEMBER 30, 1998

OR FORM 5 OBLIGATIONS MAY

AVERAGE BURDEN CONTINUE. SEE INSTRUCTION 1(B).

RESPONSE....1.0

FORM 3 HOLDINGS REPORTED

WASHINGTON, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB

OMB NUMBER

ESTIMATED

HOURS PER

EXPIRES:

Filed pursuant to Section 16(a) of the Securities Exchange Act FORM 4 TRANSACTIONS REPORTED 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

<C> <C> 1. Name and Address of Reporting Person\* 2. Issuer Name AND Ticker or 6. Relationship of Reporting Person(s) to Issuer Trading Symbol (Check all applicable) \_\_\_X\_\_ Director X 10% Owner X Officer Other

(give title below) (specify below)

Chairman and Chief Executive Officer

Sonic Automotive, Inc. ("SAH") Smith. Ollen Bruton (Last) (First) (Middle) 3. IRS 4. Statement or Social for

Security Month/Year Number of Reporting Person, (Voluntary)

5401 E. Independence Blvd. 12/98

(Street) 5. If 7. Individual or Joint/Group Reporting (Check Applicable

Amendment, Date of  $_{\rm X}$  Form filed by One Reporting Person \_\_\_ Form filed by More than One Original Reporting Person

(Month/Year) 28212 Charlotte. NC. 

OWNED

(State) (Zip) TABLE I-- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY

3 and 4)

1. 2. 3. 5.

7. Amount of Owner-Securities ship Securities Acquired (A) Beneficially Form: Trans-Transaction action or Disposed of (D) Owned at Direct Nature End of Date Code (Instr. 3, 4 and 5) (D) or Indirect (Month/ (Instr. 8) -----Issuer's Indirect Title of Beneficial Security Day/ Amount (A) or Price Fiscal Year (I) Ownership (Instr. 3) Year) (D) (Instr. (Instr. 4) (Instr. 4)

(Citv)

| (Over)   |  |  |  |  |  |  |
|--|--|--|--|--|--|--|
| SEC 2270 (9-96) *If the form is filed by mo 4(b)(v). |  |  |  |  |  |  |

 ere than one repor | ting per | son, see Instruct | zion |  |  ||  |  |  |  |  |  |  |
| FORM 5 (CONTINUED) | ACQUIRED, DISP | OSED OF, | IVE SECURITIES OR BENEFICIALLY RRANTS, OPTIONS, |  |  |  |
|  |  |  |  |  |  |  |
| 1. 2. 3. 10. 11. | 4. | 5. | 6. | 7. | 8. | 9. |
|  |  |  |  |  |  |  |
Title and Ownership Date Exer-cisable and Number of Amount of οf Derivative Underlying Number of Deriv-Securities Expiration Securities Price Derivative ative Acquired (A) Date (Month/ of Trans-(Instr. 3 Securities Conver-Security: sion or Trans- action or Disposed Day/Year) and 4) Deriv- Benefi-Direct Exercise action Code of (D) \_\_\_\_\_ ----- ative cially (D) Nature of or Title of Price of Date (Instr. (Instr. 3, Date Amount Secur- Owned at Indirect Indirect Exer- Expir-Derivative Deriv-(Month/ 8) 4 and 5) or Num- ity End of (I) Beneficial ber of (Instr. Year -----Day/ cisation Security ative (Instr. Ownership (Instr. 3) Security Year) (A) (D) able Title Shares 5) Date (Instr. 4) 4) (Instr. 4) - ----- -------<S> <C> Class A Common 200,000 200,000 Options to (2) 10/6/08 Stock (1) \$9.19 (1) 200,000 purchase \$9.19 (1) 10/6/98 (1) -----

\_\_\_\_\_

| Explanation of Responses: |
|---------------------------|
| ENDIGHTON OF VESTONISES.  |

(1) On October 6, 1998, Sonic Automotive, Inc. ("Sonic") granted Mr. Smith options to purchase 100,000 shares of Class A common

stock at an exercise price of \$18.38 per share pursuant to the Sonic 1997 Stock Option Plan (the "Plan"). On January 25, 1999,

Sonic effected a 2-for-1 split of its Class A common stock (the "Stock Split"). In connection with the Stock Split, and pursuant

to the terms of the Plan, Mr. Smith's options were adjusted to options to purchase 200,000 shares of Class A common stock at an exercise price of \$9.19 per share.

(2) The options reported above are exercisable beginning on April 6, 1999, subject to stockholder approval of an increase in the

number of option shares available for issuance under the Plan.

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

/s/ O. Bruton Smith April 7, 1999 \_\_\_\_\_ -----\*\* Signature of Reporting Person Date

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.

Page 2

</TABLE>