ADESA INC
Form 4
March 17, 2006

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
GARTZKE DAVID G

(Last) (First) (Middle)

13085 HAMILTON CROSSING BLVD.

(Street)

CARMEL, IN 46032

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ADESA INC [KAR]

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman, President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Common Stock, par value $.01 per share								46,323.573	D	
Common stock, par value $.01 per share								13,141	I	By SERP
Common Stock, par value $.01 per share								21,107	I	By Spouse

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)

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units convertible to Common Stock	$ 0							(1)	(2)	Common Stock, par value $.01 per share	41,49
Restricted Stock Units convertible to Common Stock	$ 0							(1)	(2)	Common Stock, par value $.01 per share	5,96
Option to Purchase Common Stock, par value $.01 per share	$ 13.26							(3)	01/02/2008	Common Stock, par value $.01 per share	10,12
Option to Purchase Common Stock, par value $.01 per share	$ 13.46							(4)	01/04/2009	Common Stock, par value $.01 per share	33,44
Option to Purchase Common Stock, par value $.01 per share	$ 14.49							(5)	01/02/2011	Common Stock, par value $.01 per share	27,52
Option to Purchase	$ 15.75							(6)	01/02/2012	Common Stock, par	126,5

Common Stock, par value $.01 per share								value $.01 per share	
Option to Purchase Common Stock, par value $.01 per share	$ 17.14					(7)	01/02/2006	Common Stock, par value $.01 per share	3,94
Option to Purchase Common Stock, par value $.01 per share	$ 17.14					(7)	01/03/2010	Common Stock, par value $.01 per share	15,74
Option to Purchase Common Stock, par value $.01 per share	$ 12.58					(8)	02/03/2013	Common Stock, par value $.01 per share	121,0
Option to Purchase Common Stock, par value $.01 per share	$ 24					(9)	06/16/2010	Common Stock, par value $.01 per share	663,9
Restricted Stock Units convertible to Common Stock	$ 0					(1)	(2)	Common Stock, par value $.01 per share	3,88
Dividend Equivalent Rights	(10)	03/15/2006		A	123.633	(11)	(2)	Common Stock, par value $.01 per share	123.6

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GARTZKE DAVID G 13085 HAMILTON CROSSING BLVD. CARMEL, IN 46032	X		Chairman, President & CEO	

Signatures

Rebecca C. Polak for David G. Gartzke	03/17/2006
**Signature of Reporting Person	Date

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) Restricted Stock Units vest on the third anniversary of the date of grant, provided that the executive is employed by ADESA, Inc. on such date at which time they will be converted into shares of ADESA, Inc. common stock or cash, at the election of ADESA, Inc.

(2) N/A

(3) One-half (1/2) of the total grant vested and became exercisable on January 2, 1999 and the remaining one-half (1/2) of the grant vested and became exercisable on January 2, 2000.

(4) One-half (1/2) of the total grant vested and became exercisable on January 4, 1999 and the remaining one-half (1/2) of the grant vested and became exercisable on January 4, 2000.

(5) One-half (1/2) of the total grant vested and became exercisable on January 2, 2002 and the remaining one-half (1/2) of the grant vested and became exercisable on January 2, 2003.

(6) One-half (1/2) of the total grant vested and became exercisable on January 2, 2003 and the remaining one-half (1/2) of the grant vested and became exercisable on January 2, 2004.

(7) The grant vested and became exercisable on March 18, 2003.

(8) One-half (1/2) of the total grant vested and became exercisable on February 3, 2004 and the remaining one-half (1/2) of the grant vested and became exercisable on February 3, 2005.

(9) Options vest and become exercisable with respect to one-third (1/3) of the total grant on each of the first three anniversaries of the date of grant, provided that the executive is employed by ADESA, Inc. on such date.

(10) 1-for-1

(11) The dividend equivalent rights accrued on Restricted Stock Units granted on 6/16/04 and vest with those Restricted Stock Units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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