

WEGMILLER DONALD C

Form 4

January 03, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
WEGMILLER DONALD C

(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)  
12/27/2006

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)

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<br>Security<br>(Instr. 3)            | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                                  |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock, par<br>value \$.01<br>per share | 12/27/2006                              |                                                             | M                                       |                                                                            | 2,365                                                                                                              | A                                                                    | \$<br>8.4                                                         |
|                                                  |                                         |                                                             |                                         |                                                                            | 37,514.599                                                                                                         | D                                                                    |                                                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                          | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |
|------------------------------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|-------------------------------------------|
|                                                                              |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               |                                           |
| Option to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$.01 per<br>share | \$ 8.4                                                                | 12/27/2006                              |                                                             | M                                       | 2,365                                                                                                           | <u>(1)</u>                                                     | 01/02/2007         | Common<br>Stock, par<br>value<br>\$.01 per<br>share                 | 2,365                                     |
| Option to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$.01 per<br>share | \$ 13.26                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(2)</u>                                                     | 01/02/2008         | Common<br>Stock, par<br>value<br>\$.01 per<br>share                 | 2,365                                     |
| Option to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$.01 per<br>share | \$ 13.46                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(3)</u>                                                     | 01/04/2009         | Common<br>Stock, par<br>value<br>\$.01 per<br>share                 | 2,447                                     |
| Option to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$.01 per<br>share | \$ 9.97                                                               |                                         |                                                             |                                         |                                                                                                                 | <u>(4)</u>                                                     | 01/03/2010         | Common<br>Stock, par<br>value<br>\$.01 per<br>share                 | 2,446                                     |
| Option to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$.01 per<br>share | \$ 14.49                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(5)</u>                                                     | 01/02/2011         | Common<br>Stock, par<br>value<br>\$.01 per<br>share                 | 2,446                                     |
|                                                                              | \$ 15.75                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(6)</u>                                                     | 01/02/2012         |                                                                     | 2,446                                     |

|                                                                                       |  |     |            |  |                                                     |       |
|---------------------------------------------------------------------------------------|--|-----|------------|--|-----------------------------------------------------|-------|
| Option to<br>Purchase<br>Common<br>Stock, par<br>value<br>\$.01 per<br>share          |  |     |            |  | Common<br>Stock, par<br>value<br>\$.01 per<br>share |       |
| Option to<br>Purchase<br>Common<br>Stock, par \$ 14.23<br>value<br>\$.01 per<br>share |  | (7) | 01/02/2013 |  | Common<br>Stock, par<br>value<br>\$.01 per<br>share | 2,446 |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships |           |         |       |
|-------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                         | Director      | 10% Owner | Officer | Other |
| WEGMILLER DONALD C<br>13085 HAMILTON CROSSING BLVD.<br>CARMEL, IN 46032 |               | X         |         |       |

## Signatures

Rebecca C. Polak for Donald C.  
Wegmiller

01/03/2007

\_\_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) One-half (1/2) of the total grant vested and became exercisable on January 2, 1998 and the other one-half (1/2) of the grant vested and became exercisable on January 2, 1999.
- (2) 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.
- (3) One-half (1/2) of the total grant vested and became exercisable on January 4, 2000 and the remaining one-half (1/2) of the grant vested and became exercisable on January 4, 2001.
- (4) One-half (1/2) of the total grant vested and became exercisable on January 3, 2001 and the remaining one-half (1/2) of the grant vested and became exercisable on January 3, 2002.
- (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) One-half (1/2) of the total grant vested and became exercisable on January 2, 2004 and the remaining one-half (1/2) of the grant vested and became exercisable on January 2, 2005.

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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