

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

**FORM 144  
NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.**

1 (a) NAME OF ISSUER (Please type or print) <b>PENSKE AUTOMOTIVE GROUP</b>		(b) IRS IDENT. NO. <b>22-3086739</b>	(c) S.E.C. FILE NO. <b>001-12297</b>	WORK LOCATION	
1 (d) ADDRESS OF ISSUER <b>2555 S Telegraph Rd</b>		CITY <b>Bloomfield Hills</b>	STATE <b>MI</b>	ZIP CODE <b>48302</b>	(e) TELEPHONE NO. AREA CODE <b>248</b> NUMBER <b>449-6623</b>
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD <b>Sandra E. Pierce</b>		RELATIONSHIP TO ISSUER <b>Director</b>	(c) ADDRESS STREET <b>19856 Meadowbrook Rd.</b>	CITY <b>Northville</b>	STATE <b>MI</b>
					ZIP CODE <b>48167</b>

**INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.**

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY		(d) Aggregate Market Value (See Instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See Instr. 3(e))	(f) Approximate Date of Sale (See Instr. 3(f)) (MO., DAY, YR.)	(g) Name of Each Securities Exchange
		Broker-Dealer File Number	(c) Number of Shares or Other Units To Be Sold (See Instr. 3(c))				
Common	UBS Financial Services 325 N. Old Woodward Ave Suite 200 Birmingham, MI 48009		3,417	\$389,538	75,891,120	ASAP	NYSE

**INSTRUCTIONS:**

1. (a) Name of issuer  
(b) Issuer's I.R.S. Identification Number  
(c) Issuer's S.E.C. file number, if any  
(d) Issuer's address, including zip code  
(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold  
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)  
(c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold  
(b) Name and address of each broker through whom the securities are intended to be sold  
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice  
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer  
(f) Approximate date on which the securities are to be sold  
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

# TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Is it the first time you acquired	Date you acquired	Source of Acquisition Transaction	Name of Issuer (Name of Issuer, if not the date first acquired)	Amount of Securities Acquired	Date of Payment	Method of Payment
Common	12/21/2015	Grant, 2015 Director Fee	Issuer	1,500 1,917	N/A	N/A
	12/16/2021	Grant, 2021 Director Award				

## INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the last column in a row beside the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds

## REMARKS:

## INSTRUCTIONS:

See the definition of "person" in paragraph (e) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information should be given as to sales by all persons whose sales are required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

X 6/2/22  
DATE OF SALE  
DATE OF FIRST ACQUISITION OF THE SECURITIES  
DATE OF FIRST ACQUISITION OF THE SECURITIES

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed and dated by each person who has acquired or is to acquire securities.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (02-01)

ATTENTION: The person for whose account the securities are to be sold hereby represents by signing this notice that he has read and understands the information in regard to the current and prospective operations of the issuer of the securities to be sold, which have been publicly disclosed. If such person has acquired or is to acquire securities in violation of the Securities Act of 1933, he is hereby notified that the sale of the securities to be sold is prohibited by the Securities Act of 1933, and that the person for whose account the securities are to be sold is prohibited from selling the securities to be sold.

X Grant  
Signature