Glick William L Form 4 May 04, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person ** Glick William L			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			LITHIA MOTORS INC [LAD]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
360 E. JACKSON ST.			04/30/2009	Officer (give titleOther (spe below) below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
MEDFORD.	OR 97501		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
·	•	(T)		Person		
(City)	(State)	(Zip)	Table I Non Doningtine Committee A	and a Discount of an Dance shall a Orange		

(City)	(State)	Table	e I - Non-D	erivative S	ecurit	ies Acq	puired, Disposed o	of, or Beneficial	ly Owned
1.Title of	2. Transaction Date		3.	4. Securit		•	5. Amount of	6. Ownership	
Security (Instr. 3)	(Month/Day/Year) Execution Date, if any (Month/Day/Year)		Transaction(A) or Disposed of Code (D)				Securities Beneficially	Form: Direct (D) or	Indirect Beneficial
(IIIsti. <i>3)</i>			(Instr. 8)	(Instr. 3, 4 and 5)			• • • • • • • • • • • • • • • • • • • •		Ownership
		()	()			Following	(Instr. 4)	(Instr. 4)	
						Reported			
					(A) or		Transaction(s)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Class A Common	04/30/2009		A	3,660	A	\$0	3,660	D	
Class A Common	05/01/2009		P	2,000	A	\$ 3	5,660	D	
Class A Common	05/01/2009		A(1)	10,274	A	\$0	15,934	D	

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)

 \mathbf{D}

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. Transactic Code (Instr. 8)	5. Number proof 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
Stock Option (right to buy)	\$ 3.23	05/01/2009		A	2,000	(2)	05/01/2015	Class A Common	2,000
Stock Option (right to buy)	\$ 4.96					05/30/2009	09/02/2014	Class A Common	1,667

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Cliek William I							

Glick William L

360 E. JACKSON ST. X

MEDFORD, OR 97501

Signatures

By: Cliff E. Spencer, Attorney in Fact for 05/04/2009

**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) These shares awarded as restricted stock units in consideration for future board services and vest on date of the next annual shareholders' meeting.
- (2) This option vests on the date of the next annual shareholders meeting.

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.

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