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HITCHCOCK CAMERON

Form 4

February 14, 2007

FORM 4

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

OMB Number:

3235-0287

Check this box if no longer

January 31, Expires: 2005

OMB APPROVAL

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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Form 5 obligations may continue.

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

response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HITCHCOCK CAMERON			2. Issuer Name and Ticker or Trading Symbol ADESA INC [KAR]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
13085 HAMILTON CROSSING BLVD.		OSSING	(Month/Day/Year) 02/12/2007	Director 10% Owner _X_ Officer (give title Other (specify below) EVP and Pres. of DSG			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
CARMEL, IN 46032							

(City)	(State) (2	Zip) Table	e I - Non-D	erivative S	Securities Acc	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi onAcquirec Disposec (Instr. 3,	(A) or of (D)	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)
Common Stock, par value \$.01 per share			Code	7 miouni	(3) The	57,630.381	D	
Common Stock, par value \$.01 per share						7,630.381	D	

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)

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required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	ransactiorDerivative ode Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)		
				Code V		(A)	(D)	Date Exercisable	Expiration Date	Title	Amor Numl Share
Restricted Stock Units convertible to Common Stock	\$ 0							<u>(1)</u>	(2)	Common Stock, par value \$.01 per share	16
Restricted Stock Units convertible to Common Stock	\$ 0							<u>(1)</u>	<u>(2)</u>	Common Stock, par value \$.01 per share	2,
Option to Purchase Common Stock, par value \$.01 per share	\$ 24							(3)	06/16/2010	Common Stock, par value \$.01 per share	26:
Restricted Stock Units convertible to Common Stock	\$0							<u>(1)</u>	(2)	Common Stock, par value \$.01 per share	1,
Dividend Equivalent Rights	<u>(4)</u>							<u>(5)</u>	<u>(2)</u>	Common Stock, par value \$.01 per share	493
Restricted Stock Units convertible to Common Stock	\$ 0	02/12/2007		A	2,1	26.028		<u>(6)</u>	(2)	Common Stock, par value \$.01 per share	2,12

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HITCHCOCK CAMERON 13085 HAMILTON CROSSING BLVD. CARMEL, IN 46032

EVP and Pres. of DSG

Signatures

Rebecca C. Polak for Cameron C.
Hitchcock
02/14/2007

**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) Restricted Stock Units vest on the third anniverary 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) Options are fully vested and immediately exercisable.
- (4) 1-for-1
- (5) The dividend equivalent rights accrued on Restricted Stock Units granted on 6/16/04 vest with those Restricted Stock Units.
- (6) Restricted Stock Units vest on the third anniversary of the date of grant (2/12/07), 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.

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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