



Welcome to Asbury Automotive.  
Let's drive.

## Asbury Investor Presentation

May 24-25, 2011

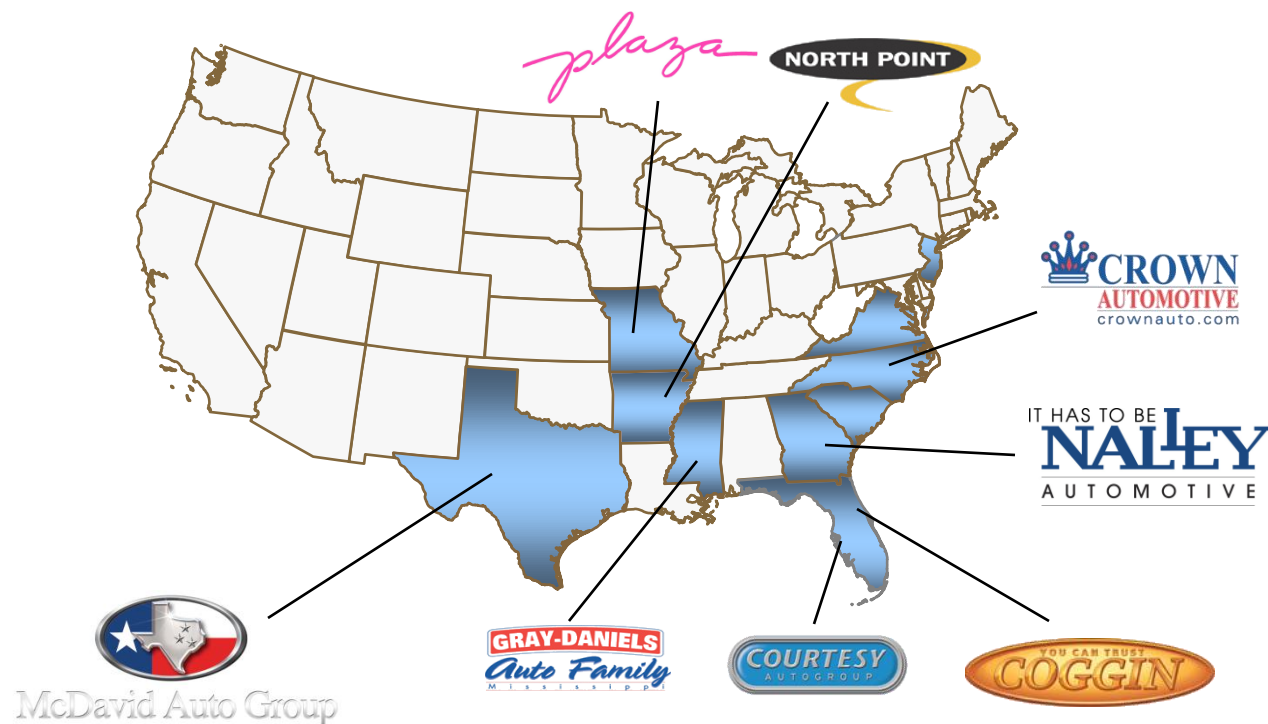


***To the extent that statements in this presentation are not recitations of historical fact, such statements constitute “forward-looking statements” as such term is defined in the Private Securities Litigation Reform Act of 1995. The forward-looking statements in this presentation include statements relating to goals, plans, expectations, projections regarding our financial position, results of operations, market position, business strategy and expectations of our management with respect to, among other things: our relationships with vehicle manufacturers; our ability to improve our margins; operating cash flows and availability of capital; capital expenditures; the amount of our indebtedness; the completion of pending and future acquisitions and divestitures; future return targets; future annual savings; general economic trends, including consumer confidence levels, interest rates, and fuel prices; and automotive retail industry trends.***

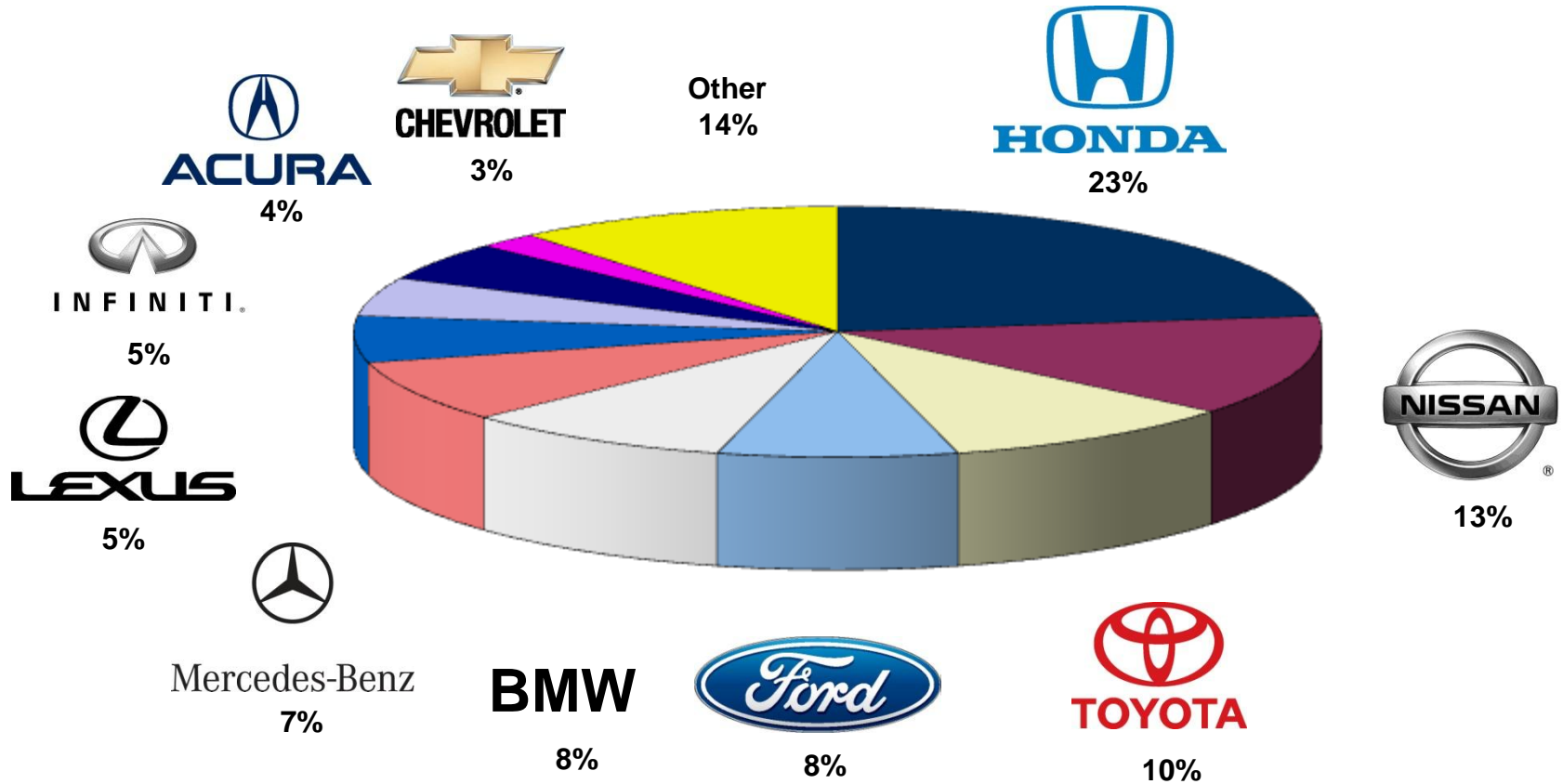
***The following are some but not all of the factors that could cause actual results or events to differ materially from those anticipated, including: our ability to generate sufficient cash flows; our ability to improve our liquidity position; market factors and the future economic environment, including consumer confidence, interest rates, the price of oil and gasoline, the level of manufacturer incentives and the availability of consumer credit; the reputation and financial condition of vehicle manufacturers whose brands we represent and our relationship with such manufacturers, and their ability to design, manufacture, deliver and market their vehicles successfully; significant disruptions in the production and delivery of vehicles and parts for any reason, including natural disasters, affecting the manufacturers whose brand we sell; our ability to enter into and/or renew our framework and dealership agreements on favorable terms; the inability of our dealership operations to perform at expected levels or achieve expected return targets; our ability to successfully integrate recent and future acquisitions; changes in, failure or inability to comply with, laws and regulations governing the operation of automobile franchises, accounting standards, the environment and taxation requirements; our ability to leverage gains from our dealership portfolio; high levels of competition in the automotive retailing industry which may create pricing pressures on the products and services we offer; our ability to minimize operating expenses or adjust our cost structure; our ability to achieve our targeted leverage ratio; our ability to execute our capital expenditure plans; our ability to capitalize on opportunities to repurchase our debt and equity securities; our ability to achieve estimated future savings from our various cost saving initiatives and strategies; our ability to comply with our debt or lease covenants and obtain waivers for the covenants as necessary; the loss of key personnel; and the outcome of any pending or threatened litigation. These risks, uncertainties and other factors are disclosed in Asbury’s Annual Report on Form 10-K, subsequent quarterly reports on Form 10-Q and periodic and current reports filed with the Securities and Exchange Commission from time to time.***

***These forward-looking statements and such risks, uncertainties and other factors speak only as of the date of this presentation. We expressly disclaim any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein, whether as a result of new information, future events or otherwise.***

- \$4 billion in revenues in 2010
- 29 vehicle brands (86% luxury / import)
- 80 retail locations; 99 franchises
- Retailed over 110,000 vehicles in 2010

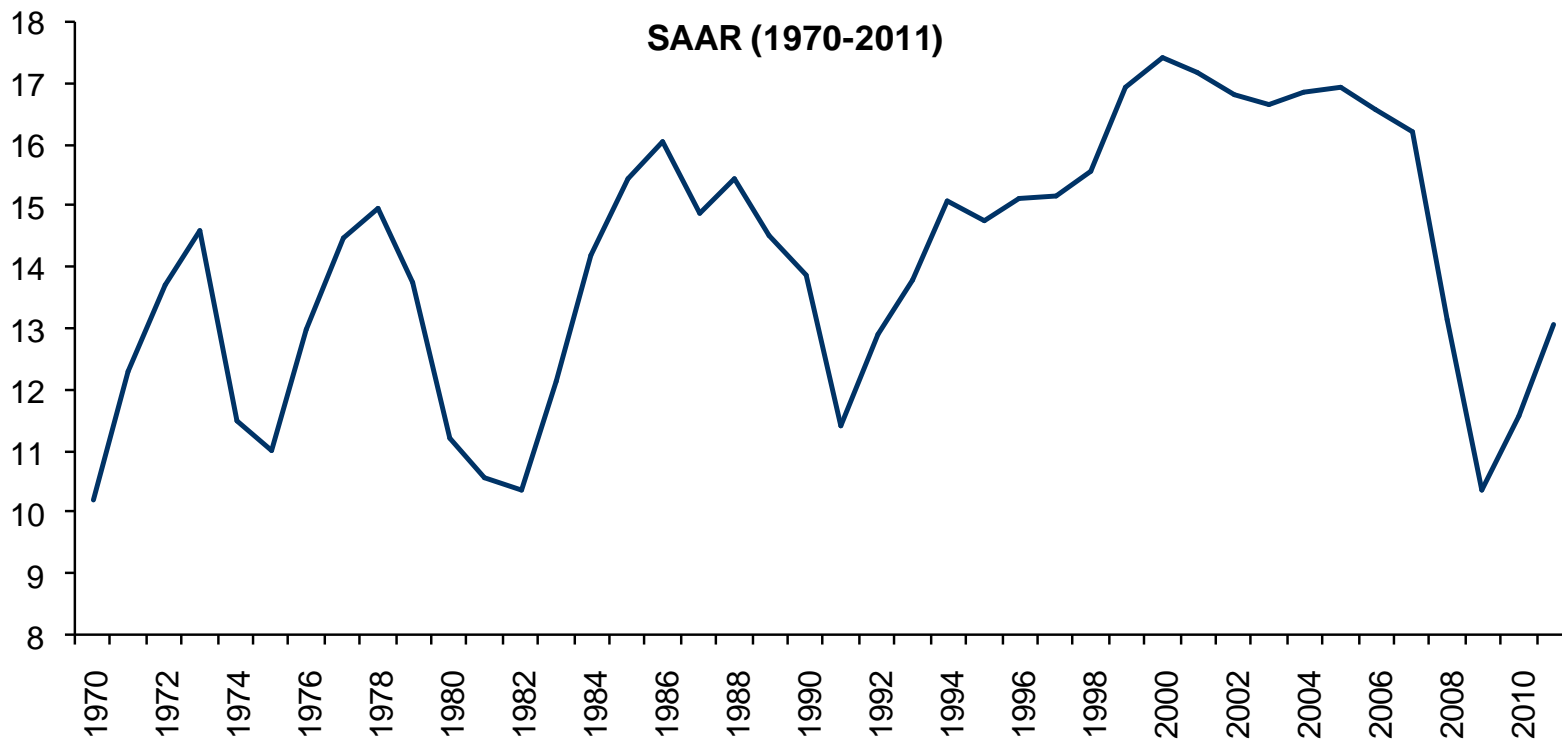


*Diversified public automotive dealer group*



*Asbury has a very attractive portfolio of brands;  
high concentration of import and luxury*

# Long-term U.S. Automotive Retail Sales Trend



*Auto sales are highly cyclical and remain depressed relative to historical levels; however, the industry is beginning to see a recovery*

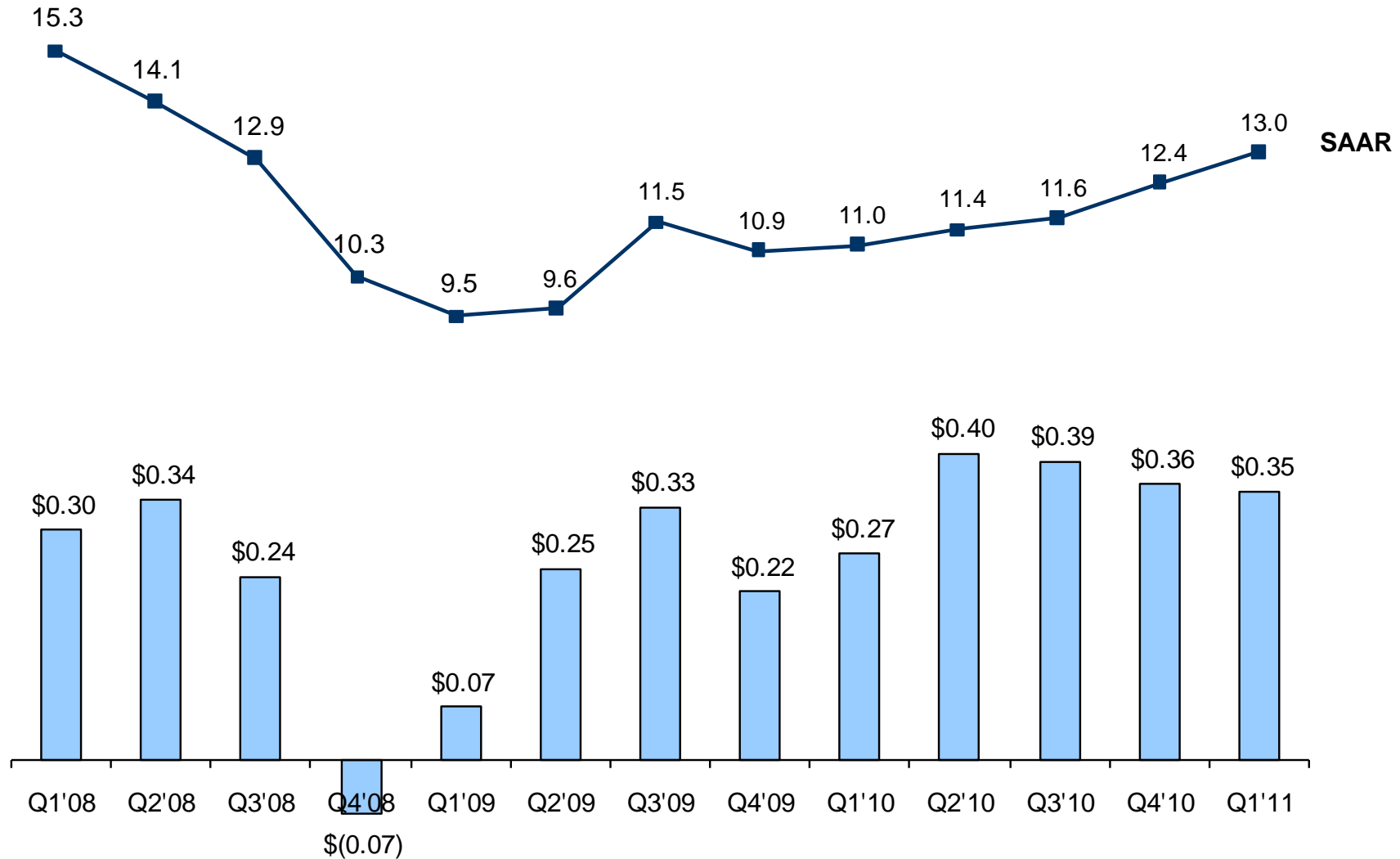
# How We Managed Through the Downturn

- With our financial partners, we restructured our credit facilities and modified our covenants
- Managed through GM & Chrysler bankruptcies
- Sold stores and placed acquisitions on hold
- Suspended \$29 million dividend payments
- Reduced cap-ex by 75%
- Decreased new inventory \$255 million
- Eliminated 1,500 field positions
- Reduced corporate staff by 25% and relocated from NYC to Atlanta
- Reduced SG&A by over \$100 million

*We reacted quickly and decisively in response to the recession*

# Historical Profitability

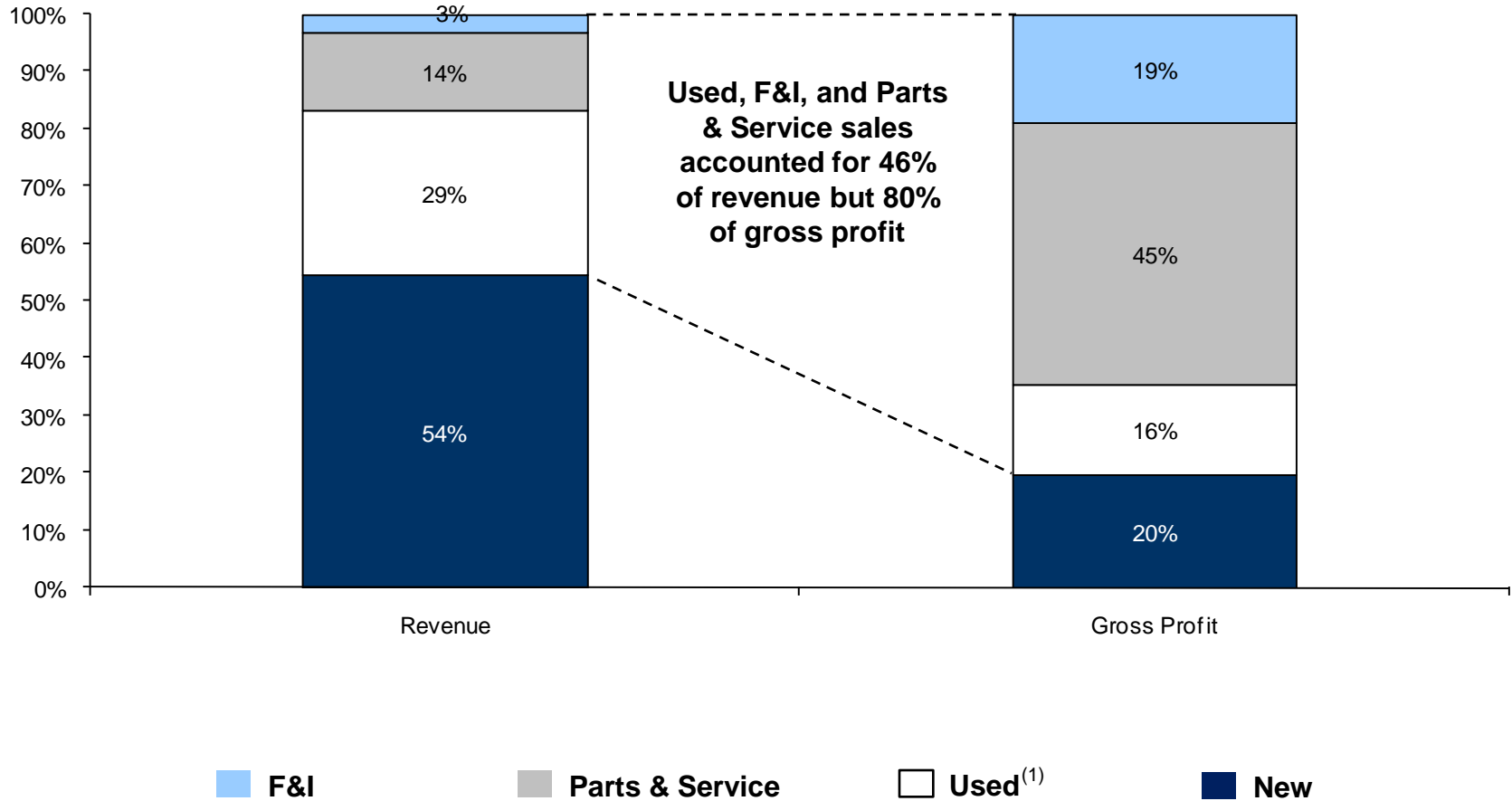
## Adjusted Diluted EPS from Continuing Operations



*Public auto retail model tested and proven during the recession*

# What Drives Gross Profit?

(Q1 2011, same store)



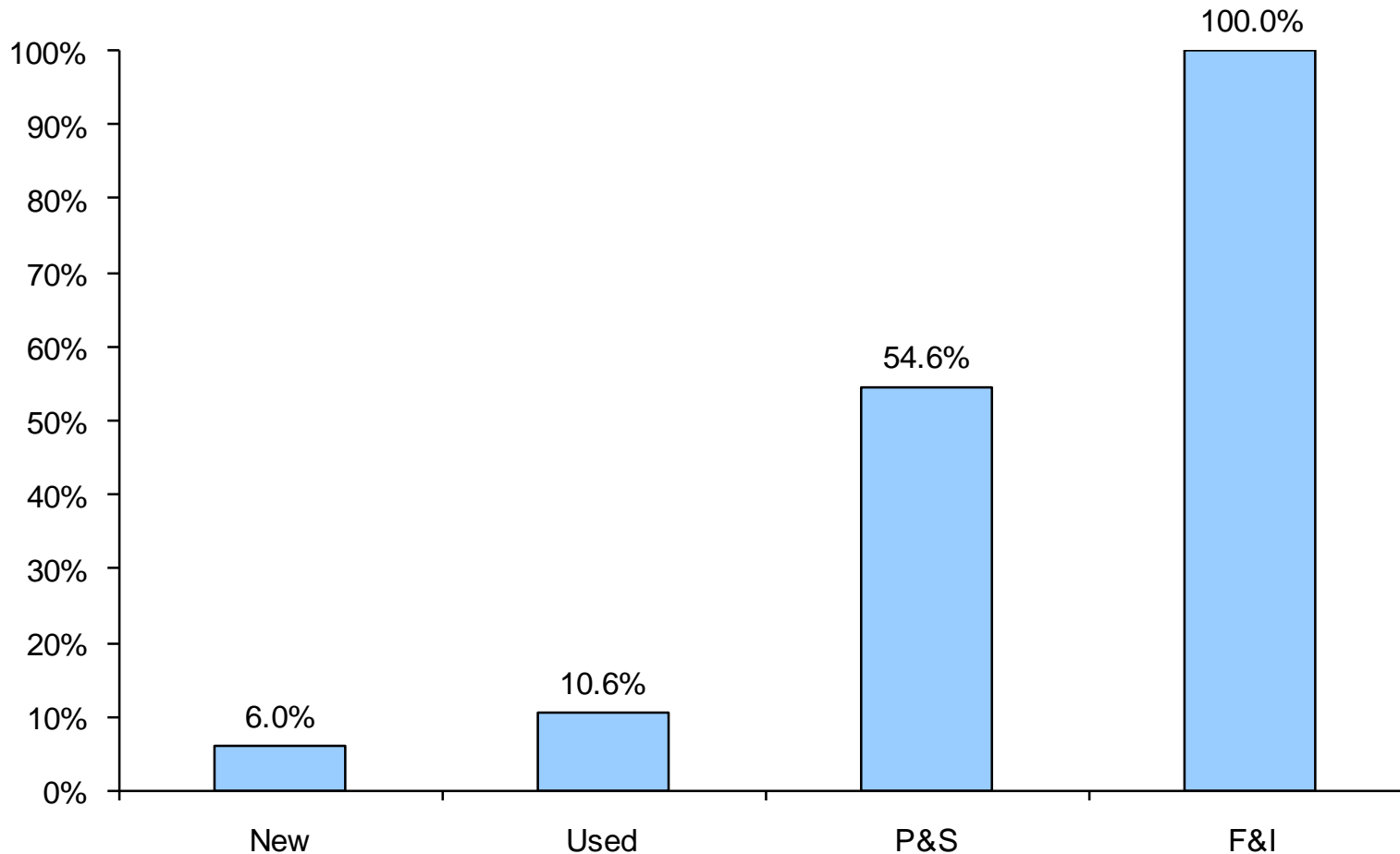
*Used, F&I, and Parts & Service businesses accounted for 80% of gross profit*

(1) includes wholesale business.



# Light Vehicle Gross Margins

(Q1 2011, same store)



*F&I and Parts & Service have significantly higher gross margins than New and Used vehicle sales*

- Asbury evaluates capital allocation opportunities as follows:
  - Invest in business and technology: maintain capex (excluding land purchases) and IT infrastructure investments at approximately \$35 million per annum
  - Debt reduction: target leverage at or below 3.5x and opportunistically retire operating leases
  - Stock buyback: opportunistically return value to shareholders utilizing board approved \$25 million share repurchase authorization
  - Acquisitions: seek acquisitions in our existing geographies to maintain our targeted brand mix (import / luxury heavy) where we can leverage market branding and operating efficiencies

*Invest capital where risk-adjusted returns are expected to exceed our cost of capital*

- We generated a \$26 million pre-tax gain on the sale of the heavy truck business
- Sold our sub prime consumer loan portfolio
- Paid down \$7 million in mortgage debt
- Spent \$17 million on property lease buy-outs with another \$14 million under contract
- Repurchased \$4 million of Asbury common stock

*We spent \$42 million of capital to buy-out leases, pay down debt, and repurchase stock*

# Opportunities for the Future

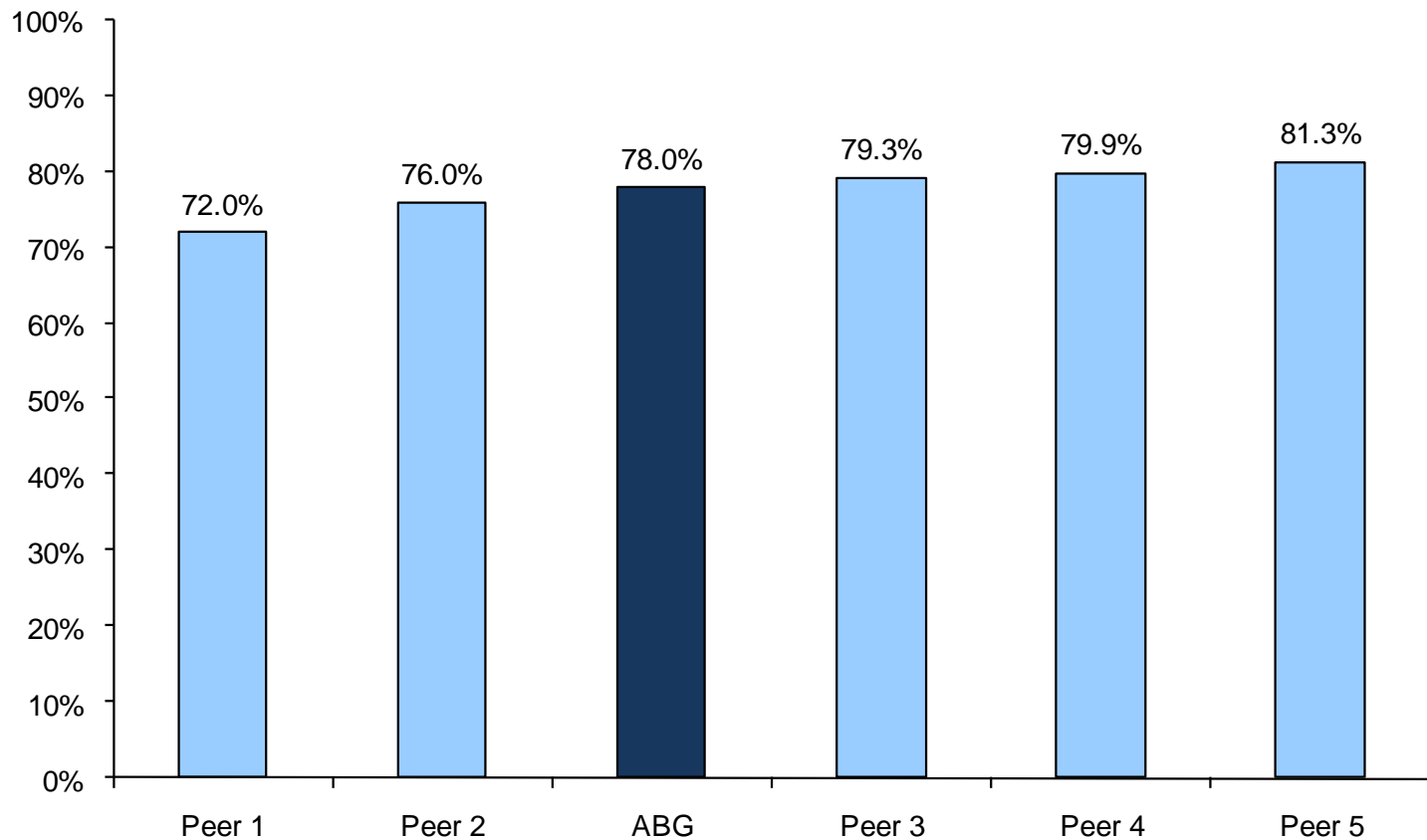
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- Building out IT infrastructure and migrating to a common dealer management system
- Investing in social media, web initiatives and other customer interfacing systems
- Sharing best practices across stores with emphasis on F&I and Used Vehicle programs
- Developing centers of excellence for shared services
- Centralizing procurement
- Enhancing customer experience through technology

*Driving productivity improvements while enhancing the customer experience*

# Enhance Productivity

## Q1 2011 SG&A as a % of Gross Profit



*Asbury has made great progress to date;  
opportunity exists for continued improvement*

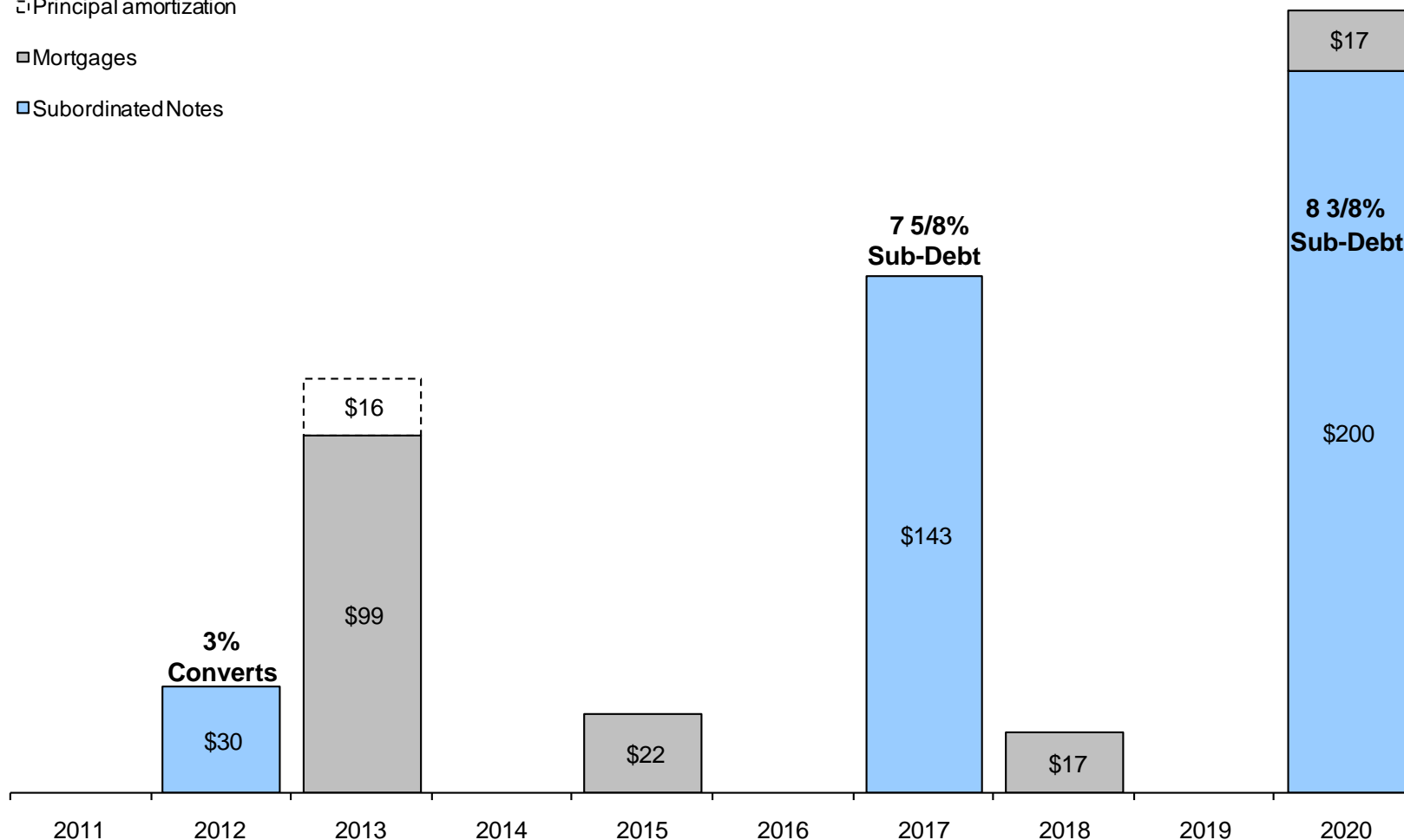
1. Opportunity to participate in a recovery of US retail SAAR
2. Expected enhancement in earnings from investments in technology and processes
3. Opportunity to increase shareholder value through delevering and returning capital to shareholders
4. Attractive brand mix
5. Attractive geographic footprint
6. Entrepreneurial management teams

# Appendix

# Debt Maturity Schedule

as of March 31, 2011 (\$ millions)

- ▣ Principal amortization
- ▣ Mortgages
- ▣ Subordinated Notes



*Extended our maturity profile and improved our capital structure; amended covenants in senior credit facilities and bonds to improve ability to return capital to shareholders*

Note: Amounts shown are the face value of debt instruments.  
Does not include \$4.0m capital leases that expire in 2021



## **Indicative Variable Compensation Expense on Incremental Vehicle Sales (light vehicles):**

<b><i>Sales Commission (New and Used Vehicles)</i></b>	19-23% of New and Used Vehicle Gross Profit
<b><i>F&amp;I Commission</i></b>	13-17% of F&I Gross Profit
<b><i>Sales Manager Compensation</i></b>	10-14% of New, Used and F&I Gross Profit
<b><i>Management Compensation</i></b> <sup>(1)</sup>	15-20% of Pre-tax Net Income

(1) Includes in-store and corporate compensation structure.

# Adjusted Diluted EPS From Continuing Operations

## (Non-GAAP Reconciliation)

	For the Three Months Ended:												
	Mar. 31, 2011	Dec. 31, 2010	Sep. 30, 2010	Jun. 30, 2010	Mar. 31, 2010	Dec. 31, 2009	Sep. 30, 2009	Jun. 30, 2009	Mar. 31, 2009	Dec. 31, 2008	Sep. 30, 2008	Jun. 30, 2008	Mar. 31, 2008
Income from continuing operations as reported <sup>(1)</sup>	\$ 4.7	\$ 4.6	\$ 10.9	13.1	9.0	6.0	10.3	7.0	2.1	(353.1)	6.8	10.1	9.8
Impairment expense	-	-	-	-	-	-	-	-	-	535.9	-	-	-
Gain on extinguishment of long-term debt	-	-	-	-	-	(0.1)	-	-	-	(34.2)	-	-	-
Loss on extinguishment of long-term debt	-	11.3	1.3	-	-	-	-	-	-	-	1.7	-	-
Real estate related losses	-	-	1.8	-	-	-	-	-	-	-	-	-	-
Corporate generated F&I gain	-	-	-	-	-	-	-	-	-	(4.7)	-	-	-
Tax related items	-	-	-	-	-	0.9	-	-	-	-	-	-	-
Executive separation benefits expense	2.3	-	-	-	-	-	-	-	-	-	-	1.7	-
Reversal of tax reserves	-	-	-	-	-	-	(0.8)	-	-	-	(1.1)	-	-
Legal settlement expenses	9.0	1.0	-	-	-	-	-	-	-	-	-	-	-
Legal settlement benefits	-	-	-	-	-	-	-	-	(1.5)	-	-	-	-
Restructuring costs	-	-	-	-	-	-	1.2	1.7	1.3	3.3	1.5	-	-
Dealer management system transition implementation costs	-	-	-	-	-	0.4	1.2	0.1	0.2	0.1	0.2	-	-
Tax benefit of non-core items above	(4.4)	(4.7)	(1.2)	-	-	(0.1)	(0.9)	(0.6)	-	(149.4)	(1.4)	(0.7)	-
Total non-core items	<u>6.9</u>	<u>7.6</u>	<u>1.9</u>	<u>-</u>	<u>-</u>	<u>1.1</u>	<u>0.7</u>	<u>1.2</u>	<u>0.0</u>	<u>351.0</u>	<u>0.9</u>	<u>1.0</u>	<u>-</u>
Adjusted income from continuing operations	\$ 11.6	\$ 12.2	\$ 12.8	\$ 13.1	\$ 9.0	\$ 7.1	\$ 11.0	\$ 8.2	\$ 2.1	\$ (2.1)	\$ 7.7	\$ 11.1	\$ 9.8
Diluted EPS from Continuing Operations, as reported <sup>(1)</sup>	\$ 0.14	\$ 0.14	\$ 0.33	\$ 0.40	\$ 0.27	\$ 0.18	\$ 0.31	\$ 0.21	\$ 0.07	\$ (11.14)	\$ 0.21	\$ 0.31	\$ 0.30
Adjusted Diluted EPS from Continuing Operations	\$ 0.35	\$ 0.36	\$ 0.39	\$ 0.40	\$ 0.27	\$ 0.22	\$ 0.33	\$ 0.25	\$ 0.07	\$ (0.07)	\$ 0.24	\$ 0.34	\$ 0.30
Weighted average common shares outstanding (diluted)	<u>33.6</u>	<u>33.6</u>	<u>33.1</u>	<u>33.0</u>	<u>33.3</u>	<u>33.0</u>	<u>33.1</u>	<u>33.2</u>	<u>32.3</u>	<u>31.7</u>	<u>32.1</u>	<u>32.2</u>	<u>32.3</u>

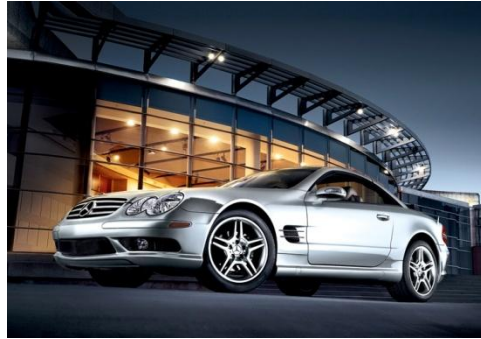
### Non-GAAP Financial Disclosure

Our operations during 2010, 2009 and 2008 were impacted by certain items that are not core dealership operating items, which we believe are important to highlight when reviewing our results and should be considered when forecasting our future results.

We believe that it is important to highlight these operating and non-operating components of our results to allow a more thorough understanding of our results and to compare our results to that of our competitors. As a result, we use the non-GAAP measure "Adjusted Earnings Per Share ("EPS") from Continuing Operations."

Adjusted EPS from Continuing Operations, is not a measure of operating performance under U.S. generally accepted accounting principles ("GAAP") and should not be considered as an alternative or substitute for GAAP profitability measures such as EPS from Continuing Operations. This non-GAAP operating performance measure has material limitations and as a result should be evaluated in conjunction with the directly comparable GAAP measure. For example, this non-GAAP measure is not defined by GAAP and our definition of the measure may differ from and therefore may not be comparable to similarly titled measures used by other companies, thereby limiting its usefulness as a comparative measure. In order to compensate for these limitations, we also review the related GAAP measures. Investors should not consider non-GAAP measures in isolation, or as a substitute for analysis of our operating results as reported under GAAP.

(1) Data has been updated to reflect the Company's discontinued operations status as of March 31, 2011.



**ASBURY**  
AUTOMOTIVE GROUP

