



Welcome to Asbury Automotive.
Let's drive.



KeyBanc Investor Conference

February 29, 2012



Forward Looking Statements

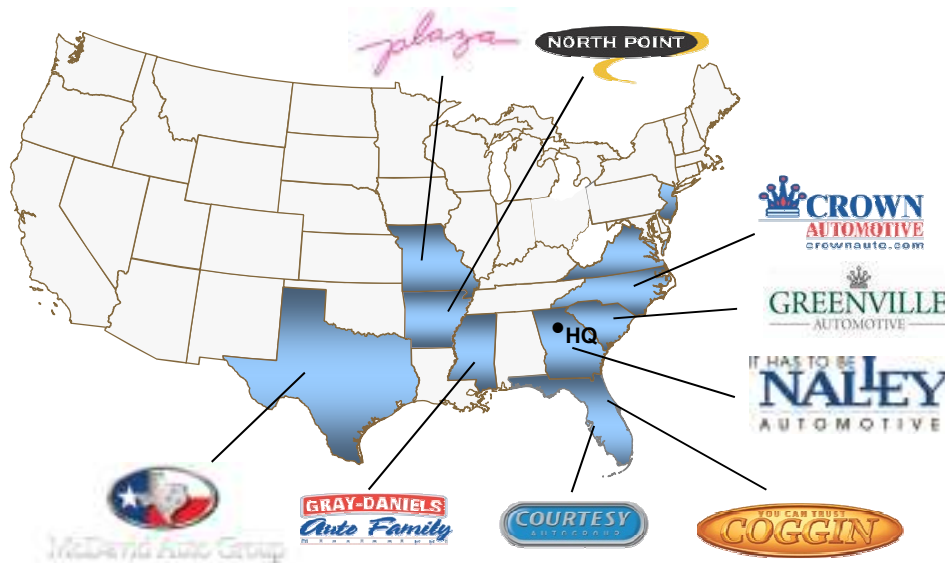
To the extent that statements in this presentation are not recitations of historical fact, such statements constitute “forward-looking statements” as such term is defined in the Private Securities Litigation Reform Act of 1995. The forward-looking statements in this presentation include statements relating 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.

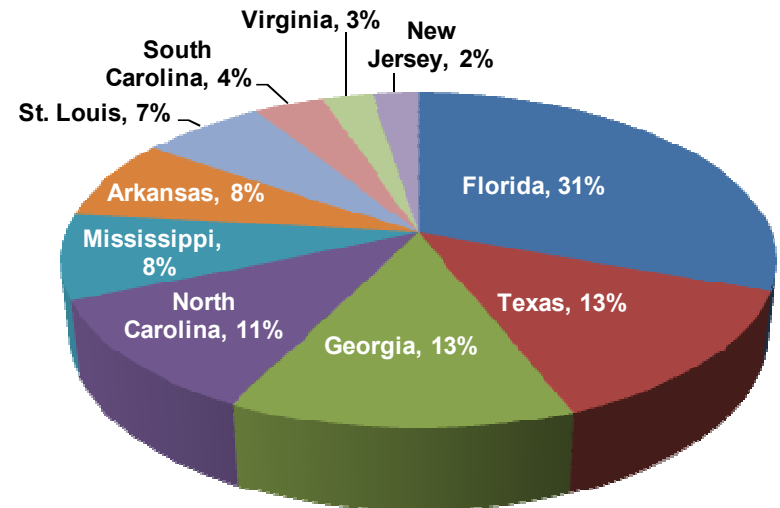
These forward-looking statements and such risks, uncertainties and other factors speak only as of the date of this presentation. We expressly disclaim any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein, whether as a result of new information,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

Asbury Automotive Group (NYSE:ABG)

- Over \$4.2 billion in revenues
- 30 vehicle brands (84% luxury / import)
- 79 retail locations; 99 franchises
- 6th largest auto retailer
- Retailed over 68,000 new vehicles and 55,000 used retail vehicles
- Handled over 1.8 million repair orders

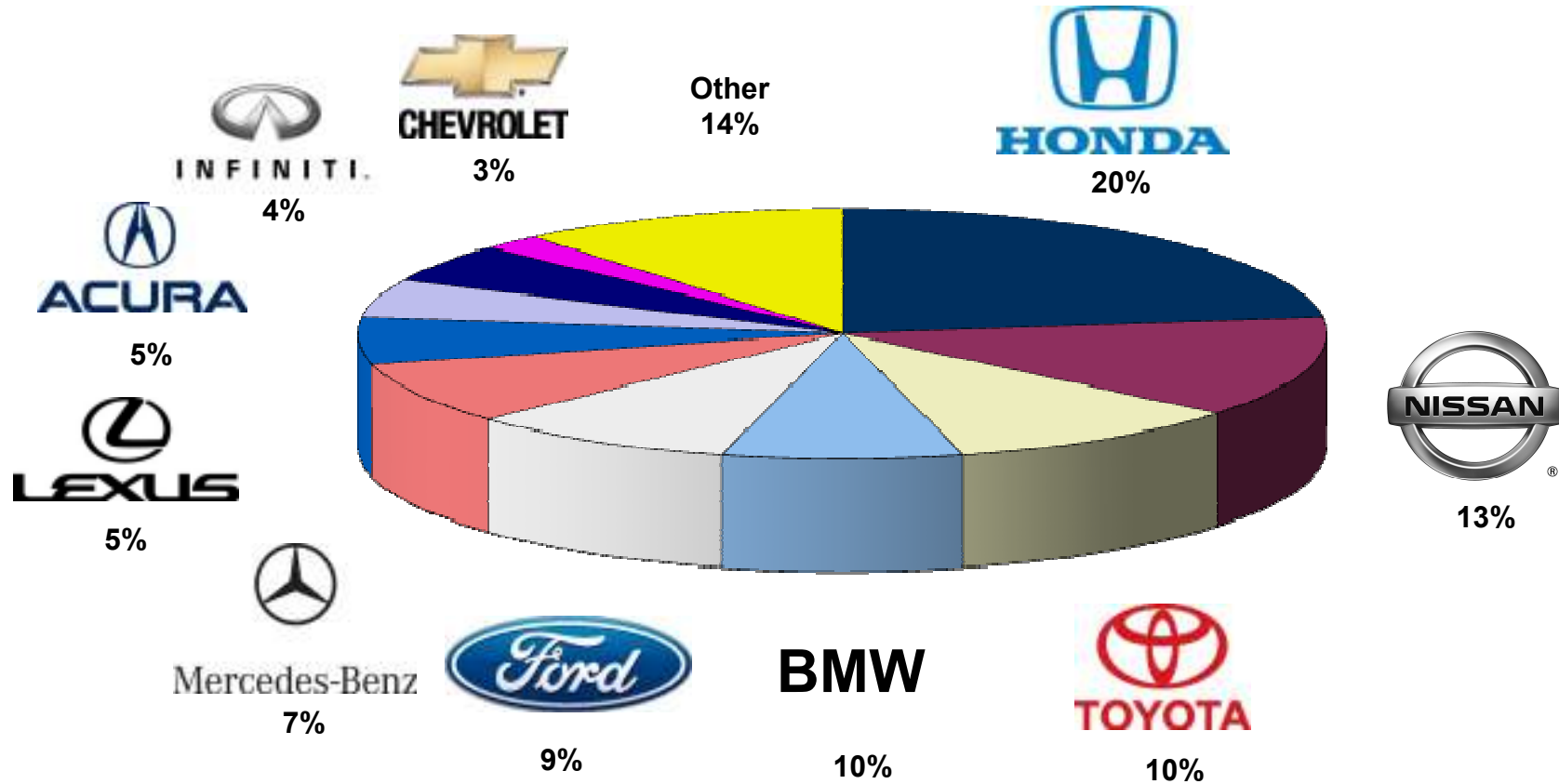


Revenue by State



Diversified public automotive dealer group

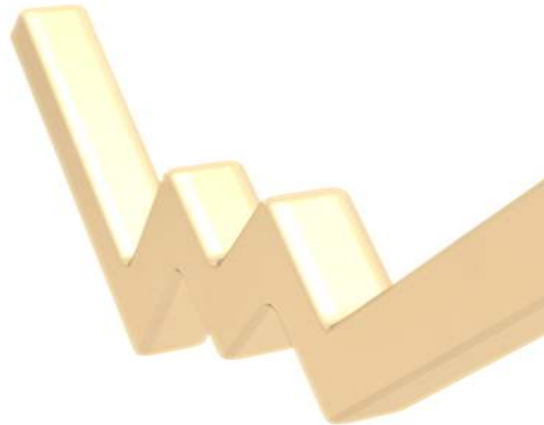
Attractive Brand Mix



Very attractive portfolio of brands; high concentration of import and luxury

Yesterday

- Highly levered
- Eight independent operating platforms
- High fixed cost structure to run multiple operating platforms
- Disparate systems across platforms



Today

- Leverage less than 3.0x
- Financial flexibility
- New senior management team and operating structure in place
- Fixed cost structure reduced from the consolidation of our regional platforms
- Common systems across all stores
- Standardized processes



Asbury is a different company today

Drive Operational Performance

- Improve productivity
- Maintain high customer satisfaction
- Attract and retain the best talent
- Implement best practices
- Centralizing processes

Maximize Portfolio Returns

- Maintain diversified portfolio to reduce brand risk
- Opportunistically acquire value added franchises

Deploy Capital to Highest Returns

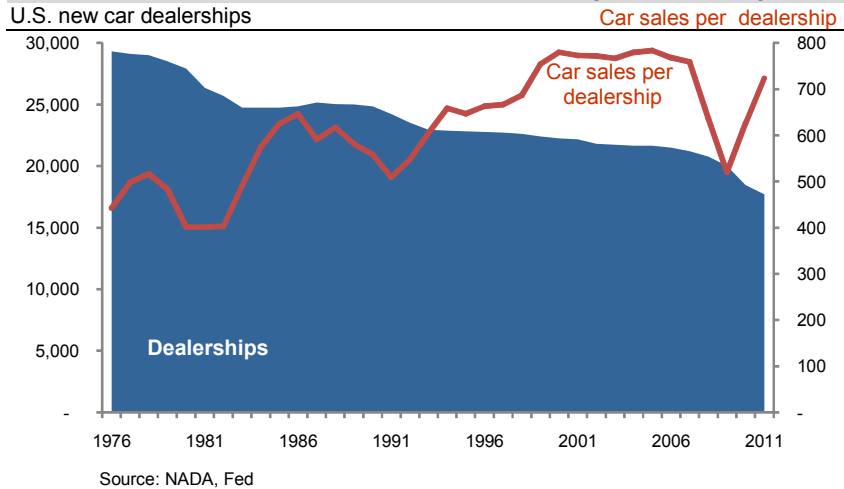
- Invest in our business and technologies
- Retire leases and debt to maintain a strong balance sheet
- Repurchase stock and return capital to shareholders

Drive shareholder value

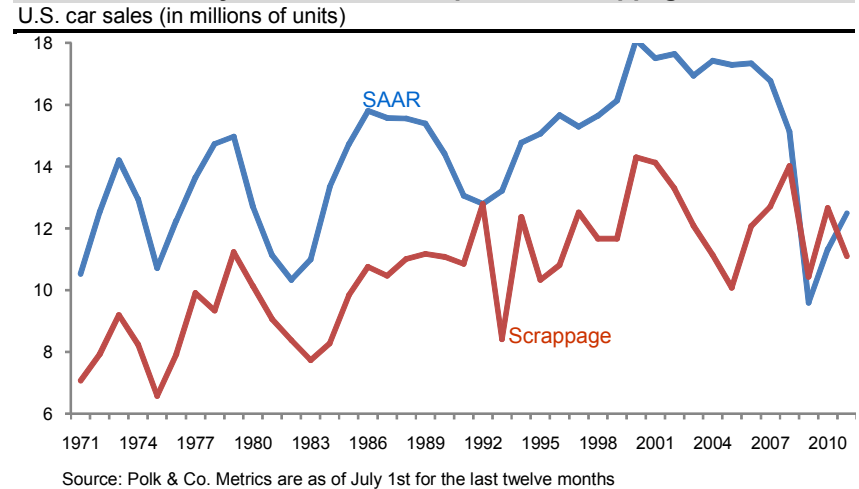
Auto Retailer Industry

Macro Economic Forces Shaping U.S. Vehicle Unit Sales

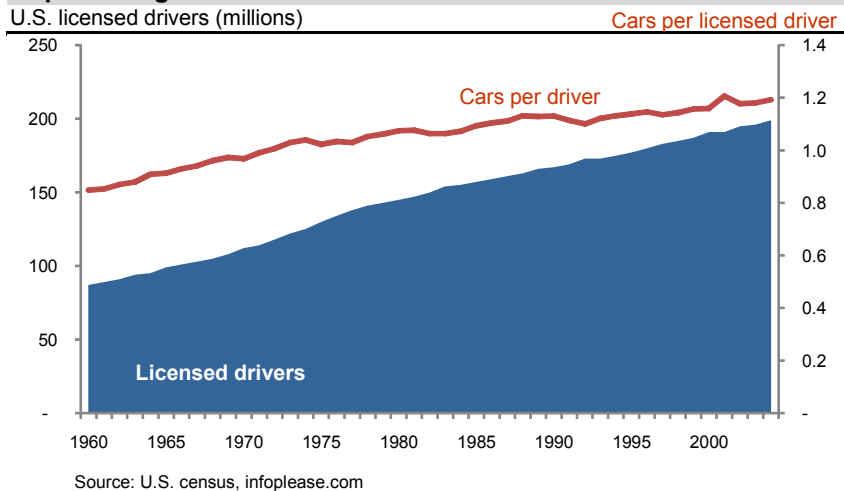
Consolidated dealer base has increased sales per dealership



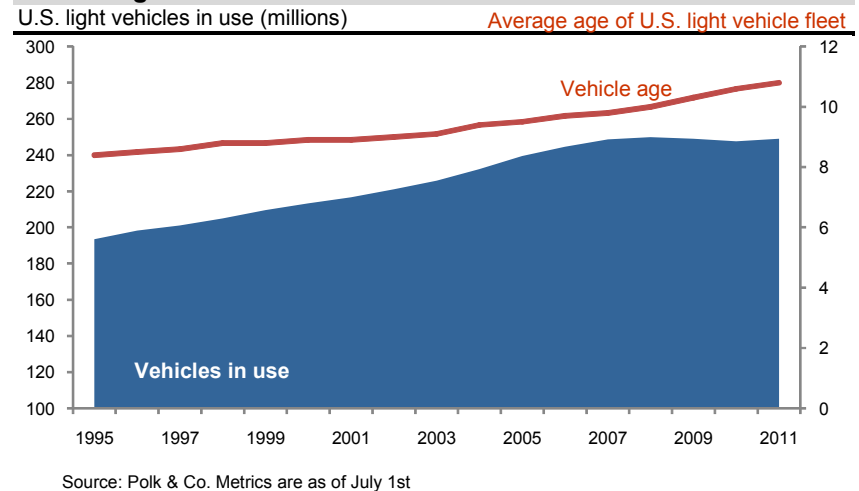
Auto sales are cyclical and near depressed scrappage levels



Population growth has driven increased cars sales



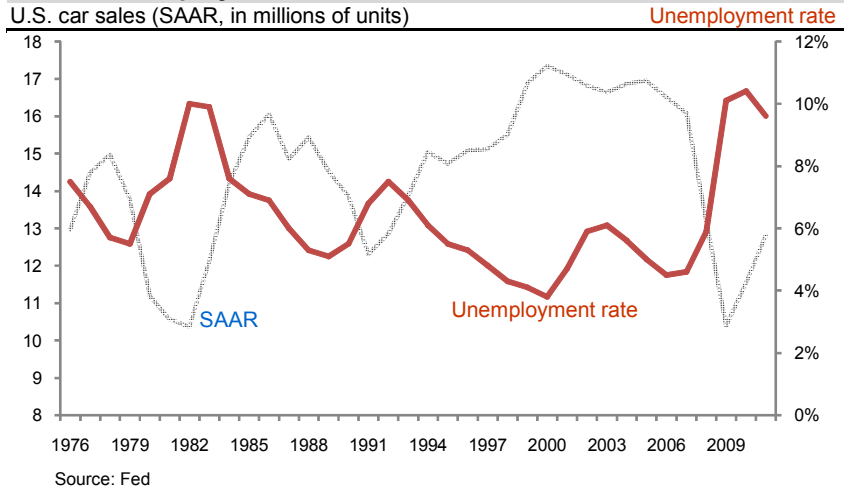
Vehicle age has increased while vehicles in use has leveled off



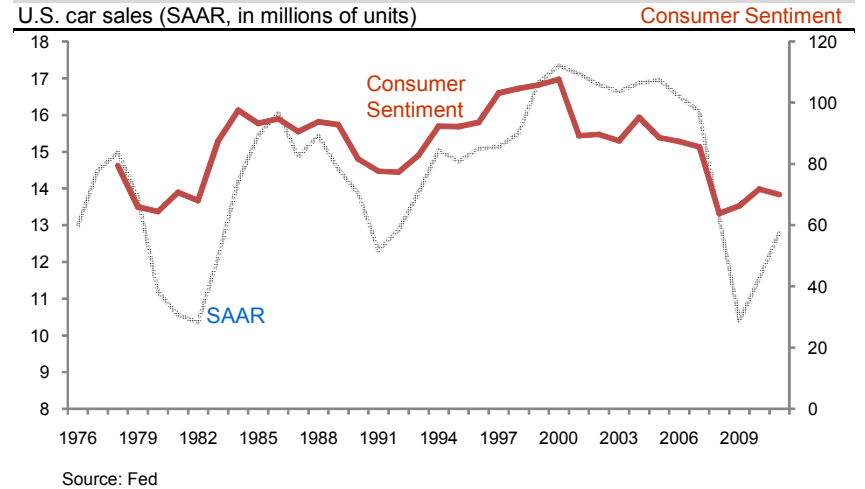
A consolidating dealer base, a depressed SAAR near scrappage levels, an aging fleet, and an increasing population are positive signs for per store sales

Forces Shaping Consumers' Behavior

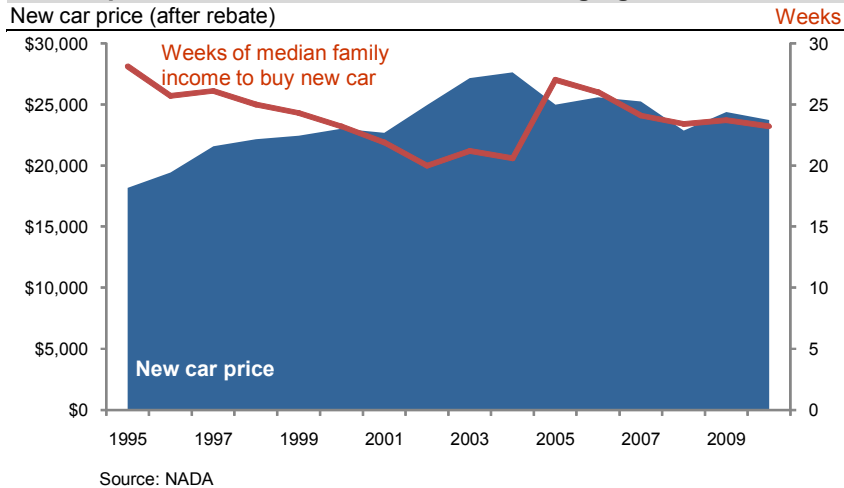
Increased employment drives car sales



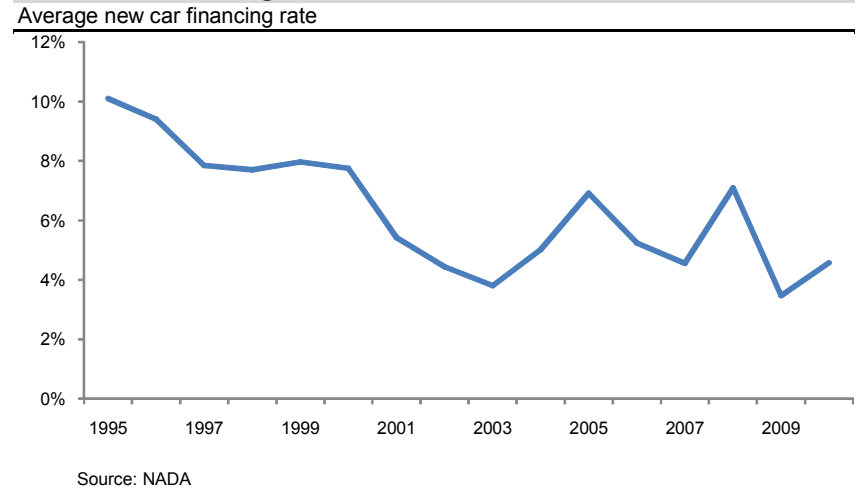
Increased consumer confidence drives car sales



Net car prices have decreased to reflect changing income levels



Decreased financing rates made cars more affordable

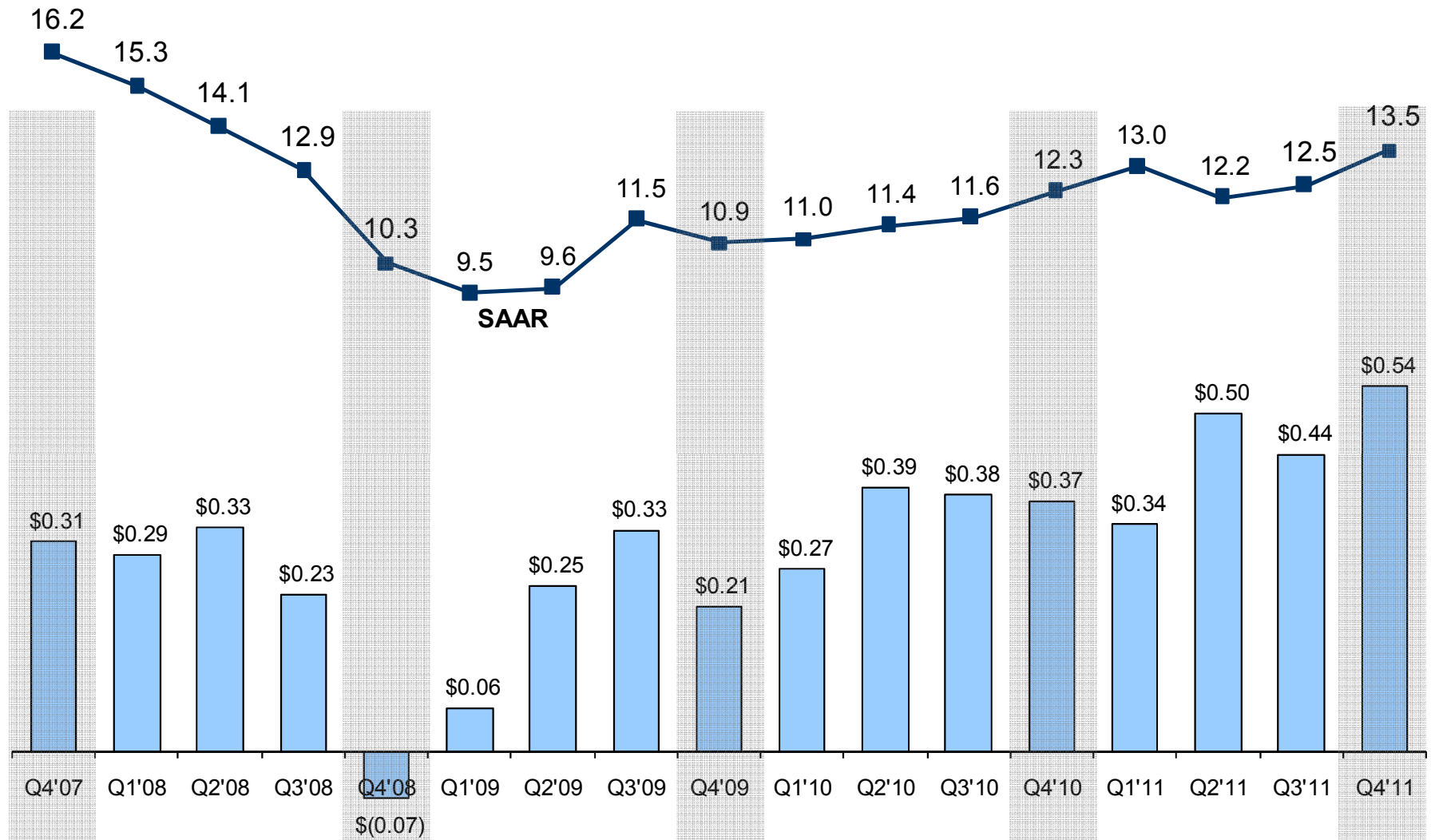


Improving credit markets, consumer confidence, and employment situation are positive signs for the consumers' buying behaviors

Asbury's Performance

Historical Profitability vs. U.S. New Vehicle Unit Sales (MM)

Adjusted Diluted EPS from Continuing Operations

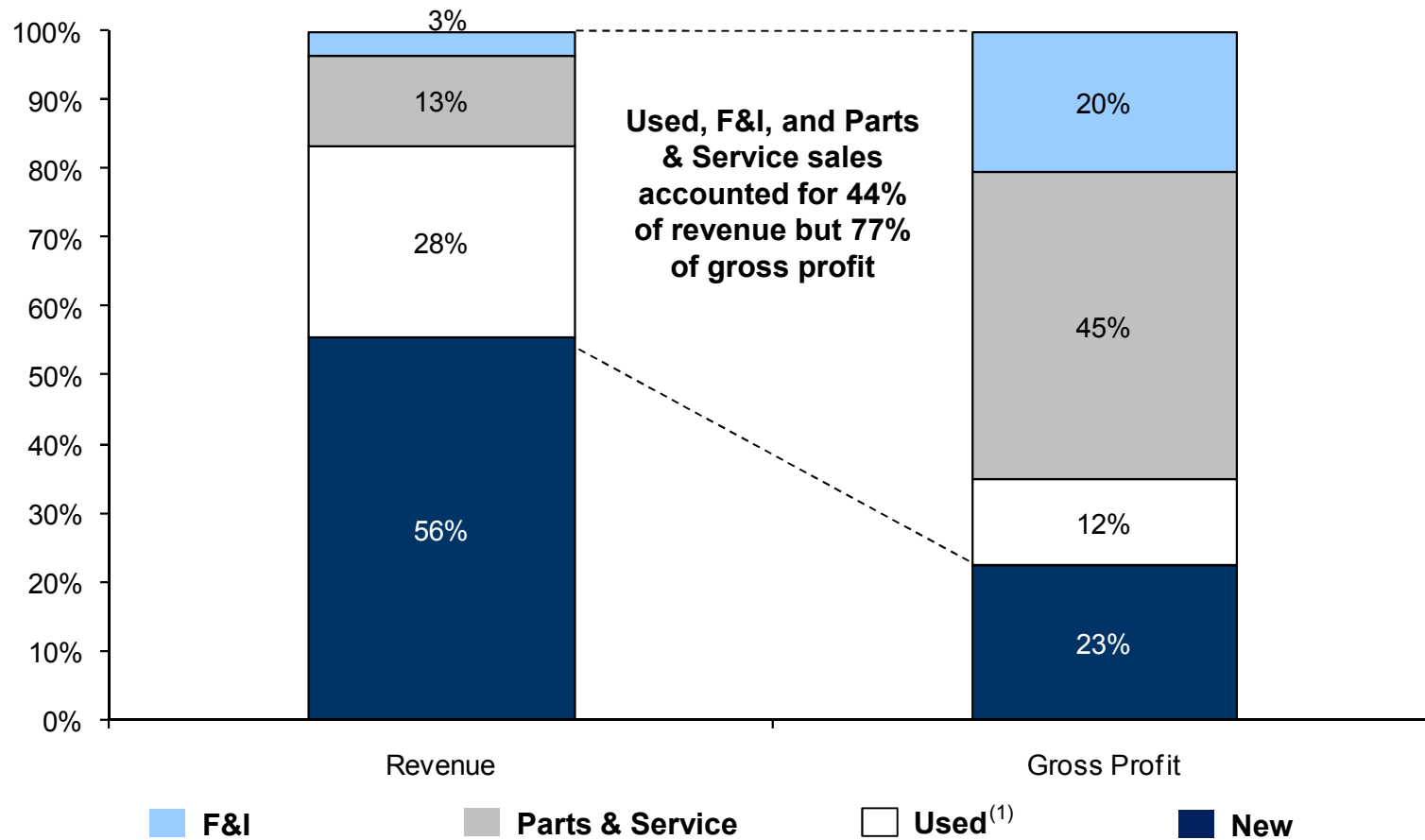


Public auto retail model tested and proven during the recession; our initiatives have enabled us to operate above 2007 levels but at a 17% reduction in SAAR

Note: Adjusted for reported non-core items. See appendix for GAAP reconciliation. Data has been updated to reflect the Company's discontinued operations status as of December 31, 2011.

What Drives Gross Profit?

(Q4 2011, same store)

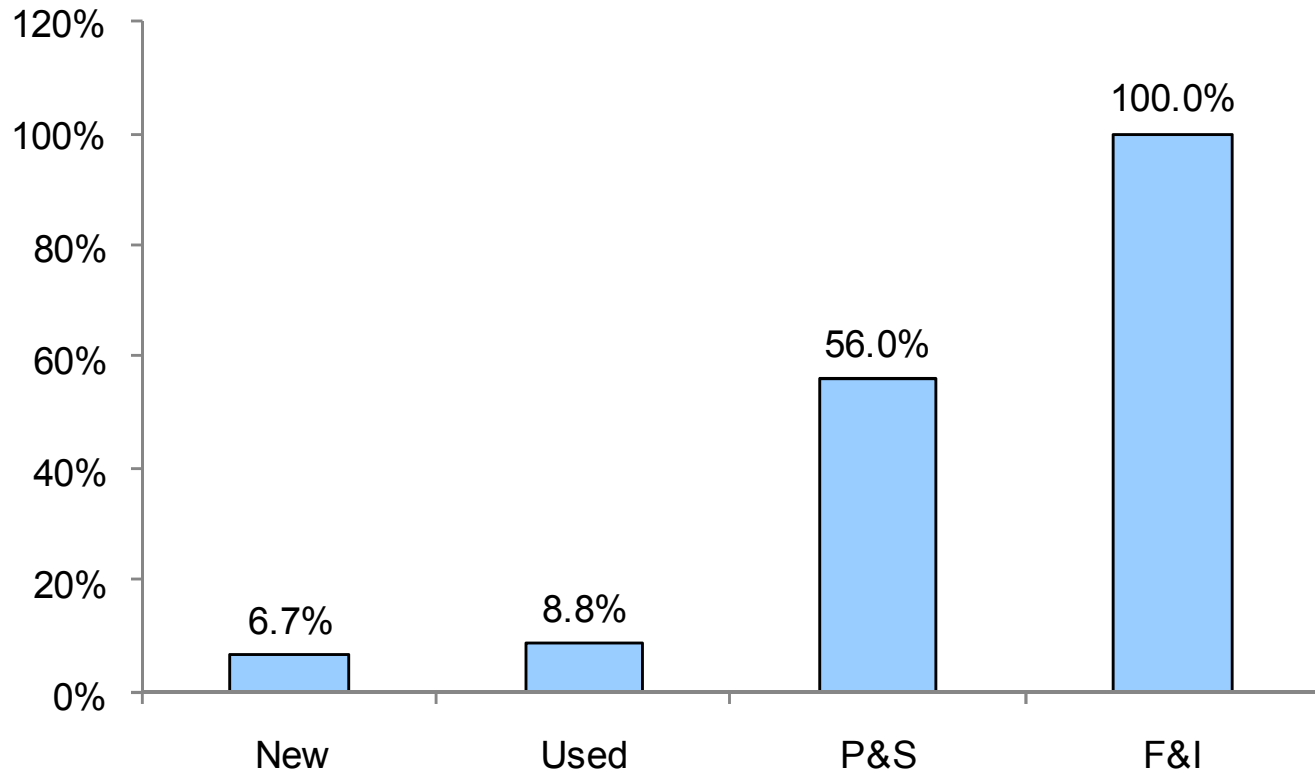


Used, F&I, and Parts & Service businesses account for 77% of gross profit

Note : Used includes wholesale business.

Light Vehicle Gross Margins

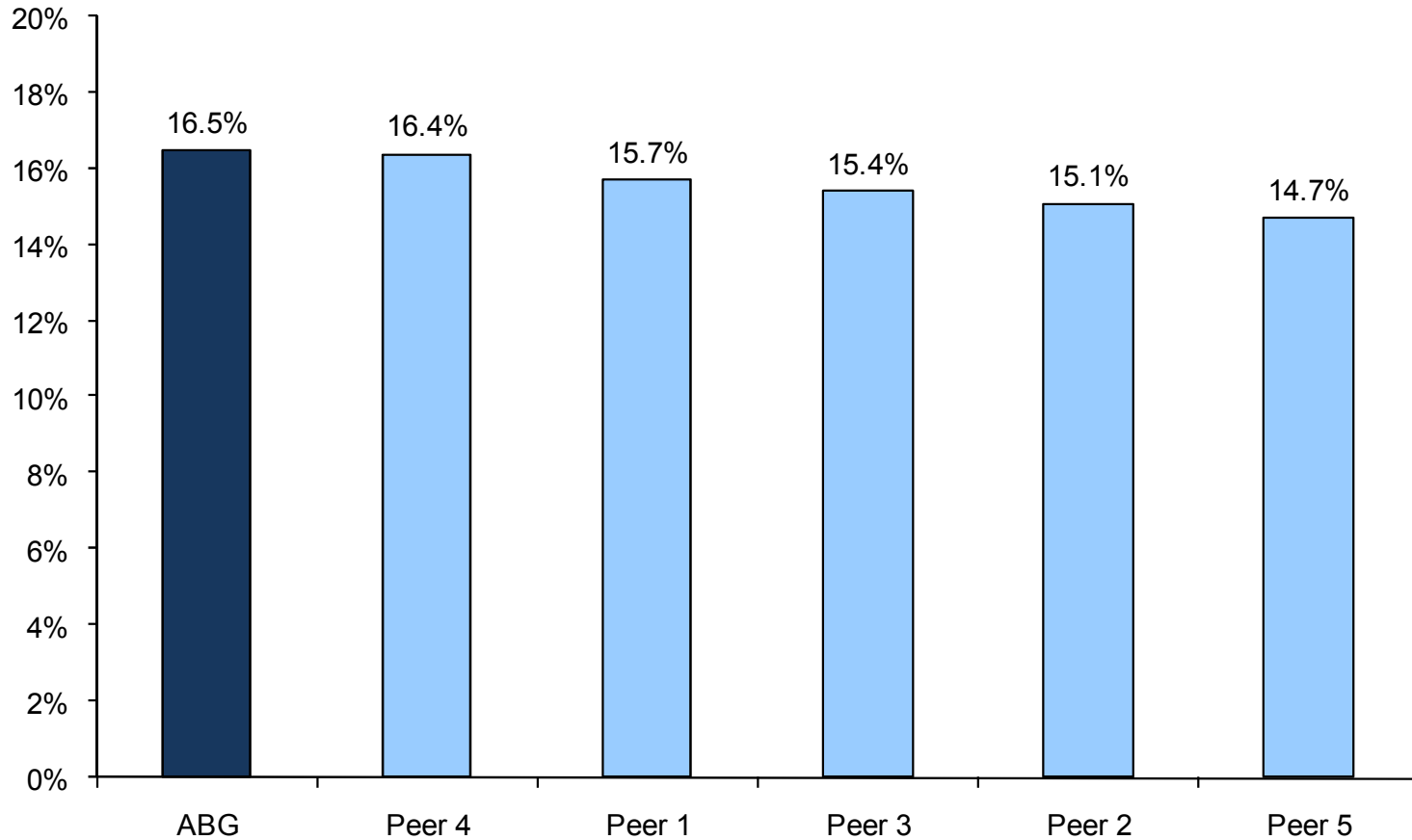
(Q4 2011, same store)



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

Gross Margins

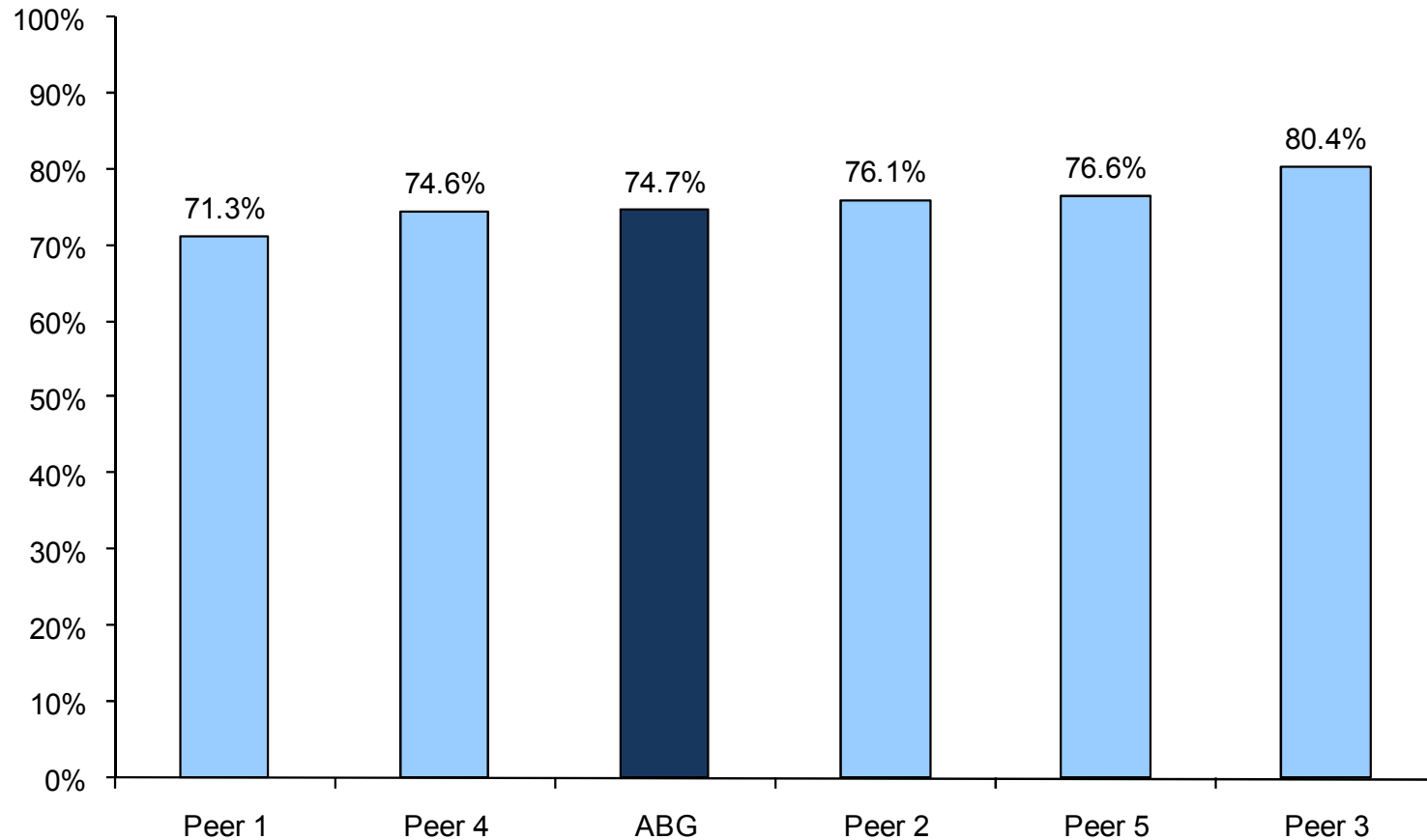
(Q4 2011)



Asbury has industry leading gross margins

Enhance Productivity

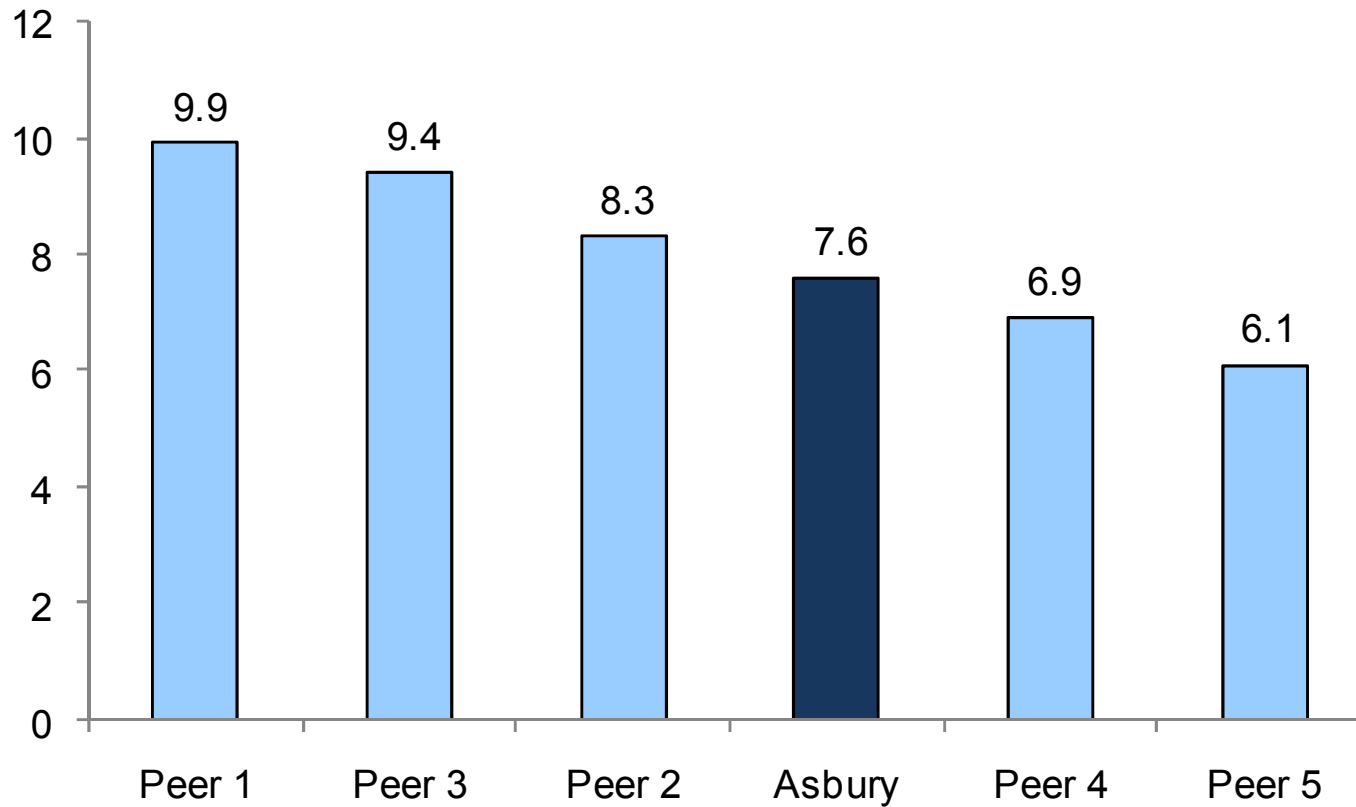
Q4 2011 SG&A as a % of Gross Profit



Opportunity exists for continued improvement

Auto Retailer Valuations

Enterprise Value (EV)/EBITDA multiple



Asbury receives a much lower multiple than the peer group

Why Asbury?

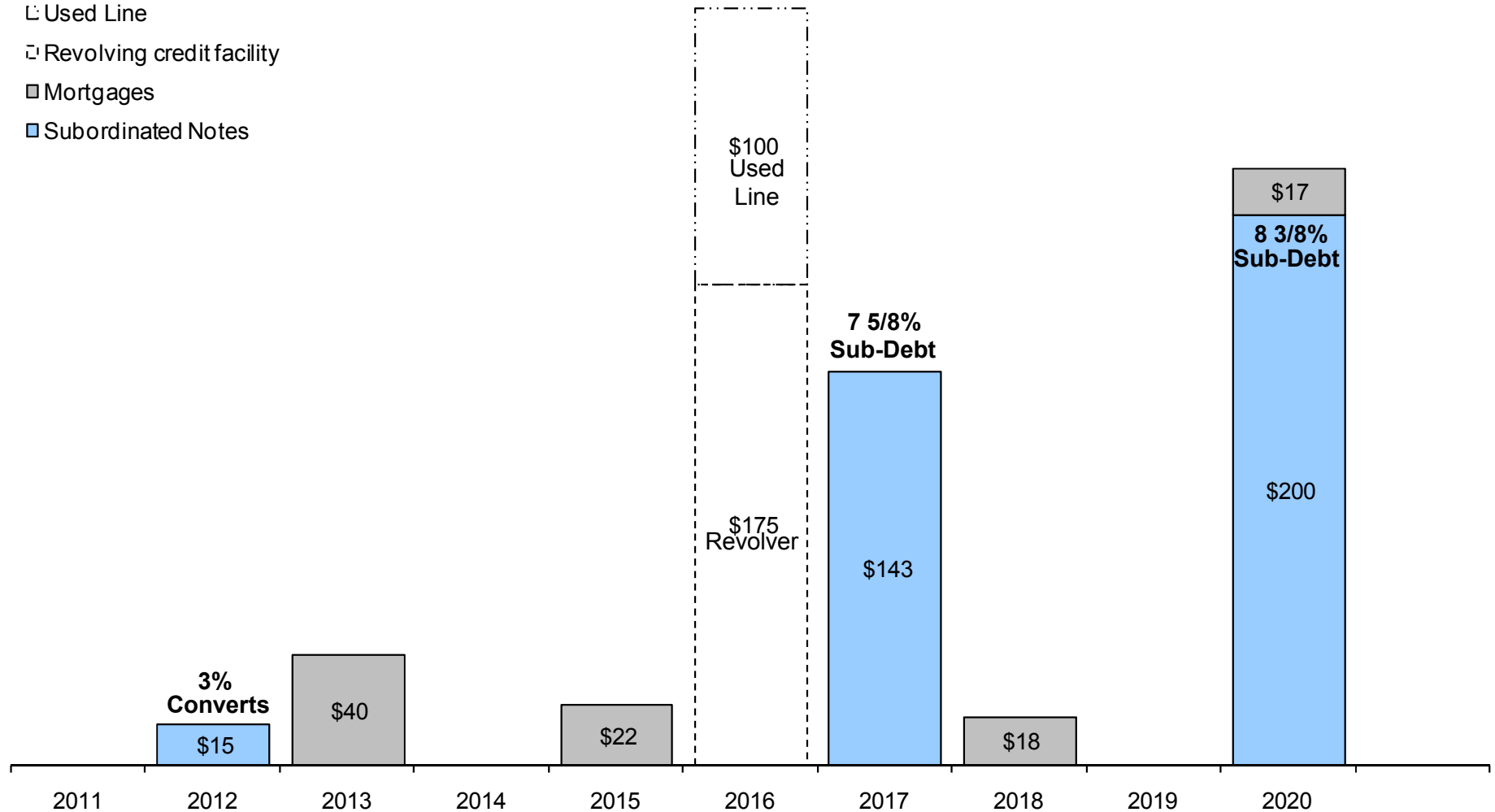
- Focused on investing in highest return of capital
- Strong balance sheet
- Strong, stable, experienced management teams
- Attractive brand mix
- Attractive geographic footprint
- Expected earnings increase from investments in technology and processes
- Opportunity to participate in a recovery of US retail light vehicle sales (SAAR)
- Gap in multiple valuation relative to peers

Focused on driving shareholder value

Appendix

Debt Maturity Schedule

- ▣ Used Line
- ▣ Revolving credit facility
- ▣ Mortgages
- ▣ Subordinated Notes



We are focused on addressing our near-term maturities (converts)

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

Adjusted Diluted EPS From Continuing Operations

(Non-GAAP Reconciliation)

	For the Three Months Ended:																
	Sep. 30, 2011	Sep. 30, 2011	Jun. 30, 2011	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	Dec. 31, 2007
Income from continuing operations as reported ⁽¹⁾	16.7	12.8	14.1	4.4	4.6	10.8	13.1	8.9	6.0	10.1	6.9	2.1	-353.2	6.5	9.7	9.4	8.8
Impairment expense	-	-	-	-	-	-	-	-	-	-	-	-	535.9	-	-	-	-
Gain on extinguishment of long-term debt	-	-	-	-	-	-	-	-	(0.1)	-	-	-	(34.2)	-	-	-	-
Loss on extinguishment of long-term debt	0.4	0.4	-	-	11.3	1.3	-	-	-	-	-	-	-	1.7	-	-	-
Real estate related losses	-	0.4	1.5	-	-	1.8	-	-	-	-	-	-	-	-	-	-	-
Corporate generated F&I gain	-	-	-	-	-	-	-	-	-	-	-	-	(4.7)	-	-	-	-
Tax related items	-	-	-	-	-	-	-	-	0.9	-	-	-	-	-	-	-	-
Executive separation benefits expense	-	1.6	2.7	2.3	-	-	-	-	-	-	-	-	-	-	1.7	-	-
Reversal of tax reserves	-	-	-	-	-	-	-	-	-	(0.8)	-	-	-	(1.1)	-	-	-
Legal settlement expenses	-	-	-	9.0	1.0	-	-	-	-	-	-	-	-	-	-	-	1.9
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	(0.1)	(0.9)	(1.6)	(4.4)	(4.7)	(1.2)	-	-	(0.1)	(0.9)	(0.6)	-	(149.4)	(1.4)	(0.7)	-	(0.7)
Total non-core items	0.3	1.5	2.6	6.9	7.6	1.9	-	-	1.1	0.7	1.2	0.0	351.0	0.9	1.0	-	1.2
Adjusted income from continuing operations	\$ 17.0	\$ 14.3	\$ 16.7	\$ 11.3	\$ 12.2	\$ 12.7	\$ 13.1	\$ 8.9	\$ 7.1	\$ 10.8	\$ 8.1	\$ 2.1	\$ (2.2)	\$ 7.4	\$ 10.7	\$ 9.4	\$ 10.0
Diluted EPS from Continuing Operations, as reported ⁽¹⁾	\$ 0.53	\$ 0.39	\$ 0.43	\$ 0.13	\$ 0.14	\$ 0.33	\$ 0.40	\$ 0.27	\$ 0.18	\$ 0.31	\$ 0.21	\$ 0.06	\$ (11.14)	\$ 0.20	\$ 0.30	\$ 0.29	\$ 0.36
Adjusted Diluted EPS from Continuing Operations	\$ 0.54	\$ 0.44	\$ 0.50	\$ 0.34	\$ 0.37	\$ 0.38	\$ 0.39	\$ 0.27	\$ 0.21	\$ 0.33	\$ 0.25	\$ 0.06	\$ (0.07)	\$ 0.23	\$ 0.33	\$ 0.29	\$ 0.31
Weighted average common shares outstanding (diluted)	31.7	32.5	32.9	33.6	33.6	33.1	33.0	33.3	33.0	33.1	33.2	32.3	31.7	32.1	32.2	32.3	32.2

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 December 31, 2011.

Asbury Yesterday – Timeline

Rollup (1995-2002)	Expansion (2003-2007)	Recession (2008-2009)	Restructured (2010-2011)	Today (2012)
<ul style="list-style-type: none"> ▪ Formed in 1995 ▪ Between 1996 and 2000 acquired 8 dealership groups ▪ Between 2000 and 2002, acquired over 15 dealerships ▪ IPO in 2002 with 86 dealerships in the portfolio 	<ul style="list-style-type: none"> ▪ Decentralized management structure ▪ Acquired over 10 dealerships ▪ Leverage ratio above 4.0x ▪ Paid between \$13M and \$22M in annual dividends from 2006 to 2007 ▪ Averaged \$60M of capex per year 	<ul style="list-style-type: none"> ▪ Managed through GM & Chrysler bankruptcies ▪ Suspended dividend payments ▪ Sold stores and placed acquisitions on hold ▪ Centralized management structure and moved HQ from New York City to Duluth, GA ▪ Reduced SG&A by over \$100M ▪ Reduced capex by 75% 	<ul style="list-style-type: none"> ▪ Sold heavy truck business and subprime loan portfolio in 2011 ▪ Spent over \$100M in paying down debt and buying leased property ▪ Repurchased over \$40M of Asbury stock ▪ Leverage less than 3.0x ▪ Converted stores to a common dealer management system ▪ Deployed social media, web initiatives and other customer interfacing systems 	<ul style="list-style-type: none"> ▪ Strong balance sheet, leverage ratio less than 3.0x – in line with peers ▪ Financial flexibility ▪ New senior management team and operating structure ▪ Common systems in all stores ▪ Standardized processes

Today, we are a very different company

2012 Product Cycle: Changes to New Vehicles

New Style	Refresh		Redesigned		All New
Acura TSX	Audi A4	Kia Optima	Acura MDX	Lexus ES 350	Acura ILX
Audi A8	Audi A5	Kia Optima Hybrid	Acura RDX	Lexus GS 350	Audi A4 AllRoad
Audi R8	Audi Q5	Kia Sorento	Acura RL	Lexus GS 450h	Audi Q3
BMW 5 Series	BMW 7 Series	Kia Sportage	Audi A3	Lincoln MKS	Audi Q5 Hybrid
Chevrolet Camaro	BMW X6	Lexus LX 570	Audi Q7	Lincoln MKT	Audi RS 5
Chevrolet Cruze	BMW X6 M	Lexus RX 350	Audi S6	Mazda MAZDA6	Audi S7
Chevrolet Sonic	Buick Enclave	Lexus RX 450h	Audi S8	MB CL-Class	Audi TT-RS
Ford Focus	Buick LaCrosse	Lincoln MKZ	BMW 3 Series	MB S-Class	BMW 6 Series Gran Coupe
GMC Terrain	Chevrolet Equinox	Mazda MAZDA3	BMW M5	MB SL-Class	BMW ActiveHybrid 3
Honda Fit	Ford F-150	Mazda MX-5 Miata	BMW M6	Nissan Altima	Buick Encore
Honda Ridgeline	Ford Flex	MB E-Class	Chevrolet Colorado	Nissan Altima Hybrid	Buick Verano
Hyundai Veloster	Ford Mustang	MB GL-Class	Chevrolet Malibu	Nissan Frontier	Cadillac ATS
Infiniti M	Ford Shelby GT500	Nissan 370Z	Ford Escape	Nissan Pathfinder	Cadillac XTS
Mazda MAZDA3	Ford Taurus	Nissan Frontier	Ford Focus	Nissan Sentra	Chevrolet Sonic
MB C-Class	GMC Acadia	Nissan GT-R	Ford Fusion	Porsche 911	Chevrolet Spark
MB SLS AMG	Honda Civic	Nissan Rogue	Honda Accord	Porsche Boxster	Dodge Dart
Porsche 911	Honda Insight	Porsche Panamera	Hyundai Azera	Ram Dakota	Ford C-Max
Porsche Cayenne	Honda Pilot	Ram 1500	Hyundai Santa Fe	Scion xD	Infiniti JX
Scion iQ	Hyundai Genesis	Toyota Land Cruiser	Infiniti G Sedan	SRT Viper	Kia Cadenza
Toyota Prius	Genesis Coupe	Volkswagen CC	Jaguar XK	Toyota Avalon	Mazda CX-5
Volkswagen Beetle	Hyundai Tucson	Volkswagen GTI	Kia Forte	Toyota Camry	MB B-Class
Volkswagen Jetta	Infiniti FX	Volkswagen Touareg	Kia Rio	Toyota RAV4	MB CLC-Class
Hyundai Elantra	Infiniti QX56	Touareg Hybrid	Range Rover	Toyota Tacoma	MINI Cooper Coupe
	Jaguar XJ	Volvo S60	Range Rover Sport	Toyota Yaris	MINI Roadster
				Volkswagen Beetle	Porsche 918
				Volkswagen Golf	Scion FR-S
				Volkswagen Jetta	Scion iQ
				Volkswagen Passat	Toyota Prius C
					Toyota Prius V
					Volkswagen Golf R
					Volkswagen Polo



2012 MB C-Class



2012 BMW 3-Series



2012 Honda Accord



2012 Toyota Camry



2012 Nissan Altima



2012 Ford Focus

Exciting new products drive sales