

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K  
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): September 13, 2002

ASBURY AUTOMOTIVE GROUP, INC.  
(Exact Name of Registrant as Specified in its Charter)

Delaware  
(State or Other  
Jurisdiction of  
Identification  
Incorporation)

5511  
(Primary Standard Industrial  
Classification Code Number)

58-2241119  
(IRS Employer  
Number)

3 Landmark Square  
Suite 500  
Stamford, CT 06901  
(Address of Principal Executive Office)

Registrant's telephone number, including area code: (203) 356-4400

Item 9. Regulation FD Disclosure

On August 29, 2002, Asbury Automotive Group, Inc. ("Asbury") entered into an agreement (subject to certain customary closing conditions) to acquire all the companies (the "Companies") that comprise Bob Baker Auto Group, of San Diego, California, from the shareholders of the Companies. Attached hereto as Exhibit 99.1 is selected financial data for the Bob Baker Auto Group for the last twelve months ended May 31, 2002. This financial information is unaudited and was prepared by and provided to Asbury by the Bob Baker Auto Group.

Item 7. Financial Statements and Exhibits

(c) Exhibits

Exhibit No.	Description
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99.1	Selected financial data for Bob Baker Auto Group, of San Diego, California for the last twelve months ended May 31, 2002.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Asbury Automotive Group, Inc.

By: /s/ Kenneth B. Gilman

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Name: Kenneth B. Gilman

Title: Chief Executive Officer

Date: September 13, 2002

EXHIBIT INDEX

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BUSINESS TO BE ACQUIRED BY ASBURY AUTOMOTIVE GROUP, INC.  
 (BOB BAKER AUTO GROUP)  
 SELECTED DATA  
 (dollars in thousands)  
 (unaudited)

	Twelve months ended May 31, 2002
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RETAIL UNITS:	
New	11,750
Used	5,850
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	17,600
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REVENUE:	
(by franchise)	
Ford	\$125,700
Chrysler/VW	43,000
Chevy/Subaru	38,300
Lexus	40,250
Jeep/Mitsubishi/Subaru	66,250
Toyota	131,500
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	\$445,000
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REVENUE:	
(by product)	
New	\$260,800
Used	108,700
F&I	15,000
Parts & Service	60,500
	-----
	\$445,000
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Pro-forma EBITDA Margin (a)	3.6%

- (a) For purposes of this transaction, pro-forma EBITDA is defined as net income plus depreciation and amortization, non-floor plan interest expense, income tax expense, gain (loss) on the sale of assets and other pro-forma adjustments to income as a result of this transaction. EBITDA is not intended to represent cash flow from operations as defined by GAAP and should not be considered as an indicator of operating performance or an alternative to cash flow from operating activities (as measured by GAAP), and is presented solely as a supplemental measure. This EBITDA may not be comparable to EBITDA of other entities because other entities may not calculate EBITDA in the same manner as above.