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GROUP 1 AUTOMOTIVE INC
Form 8-K
July 31, 2003

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): July 31, 2003

Group 1 Automotive, Inc.
(Exact name of Registrant as specified in its charter)

| | | |
|---|--------------------------|---|
| Delaware | 1-13461 | 76-0506313 |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (I.R.S. Employer Identification No.) |

950 Echo Lane, Suite 100
Houston, Texas 77024
(Address of principal executive offices) (Zip code)

(713) 647-5700
(Registrant's telephone number including area code)

Item 7. Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release of Group 1 Automotive, Inc. dated as of
July 31, 2003 reporting on financial results.

Item 12. Results of Operations and Financial Condition

On July 31, 2003, Group 1 Automotive, Inc., a Delaware corporation (the "Company"), announced its financial results for the second quarter and six months ended June 30, 2003. On July 31, 2003, the Company issued a press release relating to such financial results.

As provided in General Instructions B.6 of Form 8-K, the information in this Current Report shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of

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1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

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, thereunto duly authorized.

Group 1 Automotive, Inc.

July 31, 2003

By: /s/Scott L. Thompson

Date

Scott L. Thompson, Executive Vice President,
Chief Financial Officer and Treasurer

INDEX TO EXHIBITS

| Exhibit No. | Description |
|-------------|---|
| ----- | ----- |
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