

GROUP 1 AUTOMOTIVE INC  
Form 8-K  
June 23, 2006

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UNITED STATES  
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):

June 22, 2006

Group 1 Automotive, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-13461

76-0506313

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

950 Echo Lane, Suite 100, Houston, Texas

77024

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

713-647-5700

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Top of the Form**

**Item 8.01 Other Events.**

On June 22, 2006, Group 1 Automotive, Inc. settled its previously-disclosed dispute concerning the termination of the facility lease related to its Dodge dealership in Metairie, Louisiana. In exchange for the payment by Group 1 of \$4,500,000 in cash, the lessor of the dealership facility released Group 1 and its affiliates from any and all claims related to the termination of the lease. The lessor also released all claims with respect to the insurance proceeds Group 1 anticipates receiving as a result of the damage to the dealership facility. On June 23, 2006, Group 1 voluntarily terminated its franchise agreement with DaimlerChrysler related to the Dodge dealership in Metairie, Louisiana.

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**Top of the Form**

**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.

*June 23, 2006*

Group 1 Automotive, Inc.

By: *Jeffrey M. Cameron*

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*Name: Jeffrey M. Cameron*  
*Title: Vice President, Legal Counsel*