

ASBURY AUTOMOTIVE GROUP INC  
Form 8-K  
July 24, 2008

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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): 07/22/2008**

**Asbury Automotive Group, Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 001-31262**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**01-0609375**  
(IRS Employer  
Identification No.)

**622 Third Avenue, 37th Floor**  
New York, NY 10017  
(Address of principal executive offices, including zip code)

**(212) 885-2500**  
(Registrant's telephone number, including area code)

(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))
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**Item 7.01. Regulation FD Disclosure**

At a meeting of the Board of Directors (the "Board") of Asbury Automotive Group, Inc. (the "Company") on July 22, 2008, the Board declared a quarterly dividend of \$0.225 per share payable on August 22, 2008, to shareholders of record as of August 1, 2008.

On July 23, 2008, the Company issued a press release announcing such dividend payment, a copy of which is being furnished as Exhibit 99.1 to this Report and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits.

| Exhibit No. | Description                        |
|-------------|------------------------------------|
| 99.1        | Press Release dated July 23, 2008. |

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**Signature(s)**

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.

Date: July 24, 2008

By: /s/ Lynne A. Burgess

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Lynne A. Burgess  
Vice President, General Counsel & Secretary

**Exhibit Index**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>         |
|---------------------------|-----------------------------------|
| EX-99.1                   | Press Release dated July 23, 2008 |