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GROUP 1 AUTOMOTIVE INC  
Form 8-K  
April 28, 2004

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): April 28, 2004

GROUP 1 AUTOMOTIVE, INC.  
(Exact name of Registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

76-0506313  
(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 5. OTHER EVENTS

On April 28, 2004, Group 1 Automotive, Inc., a Delaware corporation, announced the appointment of two executive officers. Robert T. Ray has been appointed senior vice president, chief financial officer and treasurer effective May 17, 2004 and Joseph C. Herman has been appointed senior vice president, operations effective May 3, 2004. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

99.1 Press Release of Group 1 Automotive, Inc. dated as of April 28, 2004 announcing the appointment of Robert T. Ray and Joseph C. Herman.

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

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undersigned, thereunto duly authorized.

Group 1 Automotive, Inc.

April 28, 2004

By: /s/ B.B. Hollingsworth, Jr.

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Date

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B.B. Hollingsworth, Jr.  
Chairman, President  
and Chief Executive Officer

INDEX TO EXHIBITS

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