

Edgar Filing: ASBURY AUTOMOTIVE GROUP INC - Form 3

ASBURY AUTOMOTIVE GROUP INC

Form 3

March 15, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Ripplewood Investments L.L.C.

(Last)

(First)

(Middle)

One Rockefeller Plaza, 32nd Floor

(Street)

New York

NY

10020

(City)

(State)

(Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

3/13/02

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

Asbury Automotive Group, Inc. [NYSE:ABG]

5. Relationship of Reporting Person to Issuer
(Check all applicable)

Director

10% Owner

Officer (give title below)

Other (specify below)

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check applicable line)

Form Filed by One Reporting Person

Form Filed by More than One Reporting Person

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Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature (Instr.)
Common Stock, par value \$0.01 per share	8,954,900 shares of Common Stock	Direct (D)	by Asbury Holdings

(1) Ripplewood Investments L.L.C. (formerly known as Ripplewood Holdings L.L.C.) is the owner of of Asbury Automotive Holdings and is deemed to be a member of a group that owns the shares of

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the Form is filed by more than one Reporting Person, see Instruction 5(b) (v).

FORM 3 (continued)

Table II -- Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conve- sion Exerc Price Deriv Secur
	Date Exer- cisable	Expira- tion Date	Title Amount or Number of Shares	

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/s/ Timothy C. Collins

March 13, 2002

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.