

GROUP 1 AUTOMOTIVE INC

Form DEFA14A

April 11, 2008

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934
(Amendment No. __)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under Rule 14a-12

GROUP 1 AUTOMOTIVE, INC.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11
(Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Important Notice Regarding the Availability of Proxy Materials for the Group 1 Automotive Stockholder Meeting to be held on 05/22/08.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The following materials are available at www.proxyvote.com:

Notice and Proxy Statement

Letter to Stockholders

Annual Report on Form 10-K

To view this material, have the 12-digit Control #(s) available.

If you want to receive a paper or e-mail copy of the above listed documents you must request one. There is no charge to you for requesting a copy.

Please make your request for a copy as instructed below on or before 05/02/08 to facilitate timely delivery.

To request material:

Internet:

www.proxyvote.com

Telephone:

1-800-579-1639

****Email:**

sendmaterial@proxyvote.com

****If requesting material by e-mail please send a blank e-mail with the 12-digit Control# (located on the following page) in the subject line. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.**

GROUP 1 AUTOMOTIVE, INC.

800 GESSNER

SUITE 500

HOUSTON, TX 77024

GROUP 1 AUTOMOTIVE, INC.

Vote In Person

Should you choose to attend the meeting and vote these shares in person, you will need personal identification and, unless you are a stockholder of record, evidence of your ownership of Group 1 Automotive common stock as of the close of business on the record date, March 25, 2008.

Vote By Internet

To vote *now* by Internet, go to **WWW.PROXYVOTE.COM**. Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. eastern time the day before the cut-off date or meeting date. Have your notice in hand when you access the web site and follow the instructions.

The 2008 Annual Meeting of Stockholders of Group 1 Automotive, Inc. will be held at Four Seasons Hotel, 1300 Lamar Street, Houston, Texas, on Thursday, May 22, 2008 at 10:00 a.m. central time.

The Board of Directors has fixed the close of business on March 25, 2008 as the record date for the determination of stockholders entitled to receive notice and to vote at the Annual Meeting of Stockholders or any adjournment(s) thereof.

To obtain directions to attend the Annual Meeting and vote in person, please access our website at www.group1auto.com or call 713-647-5700.

Voting items

**The Board of Directors recommends
a vote FOR proposals 1 and 2.**

1. Election of Directors

Nominees:

01) Louis E. Lataif

02) Stephen D. Quinn

2. Ratification of the appointment of Ernst & Young LLP as independent registered public accounting firm of the company for the fiscal year ending December 31, 2008.
