

PENSKE AUTOMOTIVE GROUP, INC.

Form 8-K

March 20, 2009

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):

March 18, 2009

Penske Automotive Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-12297

22-3086739

(State or other jurisdiction
of incorporation)

(Commission
File Number)

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

2555 Telegraph Road, Bloomfield Hills,
Michigan

48302

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

248-648-2500

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))

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Item 7.01 Regulation FD Disclosure.

Penske Automotive Group reports the agreement to repurchase approximately \$69 million principal amount of its outstanding 3.5% senior subordinated convertible notes for \$52 million in cash. After these purchases, the Company has an additional \$44 million remaining under its securities repurchase authority, pursuant to which the Company may, from time to time, purchase its outstanding common stock, debt and convertible debt. After these purchases, the Company will have outstanding approximately \$306 million principal amount of its 3.5% senior subordinated convertible notes due 2026 (with an investor put option in April 2011).

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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.

March 20, 2009

Penske Automotive Group, Inc.

By: *Shane M. Spradlin*

Name: Shane M. Spradlin

Title: Senior Vice President and General Counsel