

GROUP 1 AUTOMOTIVE INC

MEMORANDUM

TO: Platform IT, Platform CFO, Platform Presidents
CC: Robert Ray
Joe Herman
FROM: James Druzvik
Jeff Cameron
SUBJECT: SOFTWARE LICENSE COMPLIANCE
DATE: 10/26/2005

The purpose of this memorandum is to remind you of Group 1 Automotive's policy concerning the illegal copying and use of commercial software. Unlicensed duplication or unauthorized use of any software program is illegal and can expose you and the Company to civil and criminal liability under the copyright law.

To ensure that you do not violate the software publisher's copyright, you should not copy any program installed on your computer for any purpose without permission from Group 1 Automotive's corporate IT department. Likewise, you should not install any program onto your computer without such permission or clear verification that the company owns a license to cover that installation. Finally, you should not download unauthorized software from the Internet.

- The Company will not tolerate any employee making unauthorized copies of software.
- The Company will not tolerate any employee downloading or uploading unauthorized software from the Internet.
- Any employee found copying software illegally is subject to termination from the Company.
- Any employee illegally copying software to give to any third party, including clients and customers, is also subject to termination.
- If you want to use software licensed by the Company at home, you must consult with the Group 1 Automotive corporate IT department in order to make sure such use is permitted by the publisher's license.

This policy will be strictly enforced to make sure that you and the Company are not exposed to serious legal consequences.

Group 1 Automotive is beginning a formal documentation process and self-audit. Group 1 Automotive will be communicating the process to platform IT over the next few days. Expect the process to include a full inventory the software installations on your computers and to ascertain that the company owns licenses for each copy of a software product. If unlicensed copies are found, they will be deleted, and if necessary, replaced with licensed copies. Please do not hesitate to contact me if you have any questions.

James Druzvik
Director IS
Group 1 Automotive

Jeff Cameron
VP, Legal Counsel
Group 1 Automotive