

0231

**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

(Pursuant to the June 27 Commission Order)

I, Roger S. Penske, state and attest that:

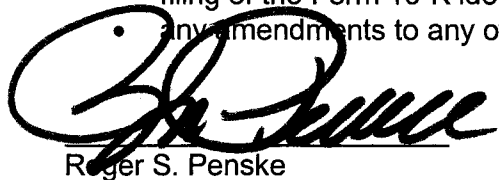
(1) To the best of my knowledge, based upon a review of the covered reports of United Auto Group, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on form 10-K for the year ended December 31, 2001 of United Auto Group, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of United Auto Group, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.



Roger S. Penske  
August 7, 2002

Subscribed and sworn to  
before me this 7th day of  
August, 2002.



Notary Public  
My Commission Expires:

MINETTE SHIMOZAKI  
NOTARY PUBLIC SAKLAW CO., MI  
MY COMMISSION EXPIRES JAN 7, 2004  
ACTIVE IN WAYNE COUNTY, MI

[\*Separate statements to be signed by each of the Principal Executive Officer and the Principal Financial Officer.]

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OFFICE OF THE SECRETARY

AUG 08 2002