

CAPITAL AUTOMOTIVE REIT

Form 10-K/A

March 28, 2002

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-K/A  
Amendment No. 1

Annual report pursuant to the Section 13 or 15(d) of the Securities Exchange Act of 1934

For the fiscal year ended December 31, 2001 or

Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from TO

Commission file number: 000-23733

CAPITAL AUTOMOTIVE REIT  
(Exact Name of Registrant as Specified in its Declaration of Trust)

|                                                      |                                            |
|------------------------------------------------------|--------------------------------------------|
| Maryland                                             | 54-1870224                                 |
| _____<br>(State of Incorporation)                    | _____<br>(IRS Employer Identification No.) |
| 1420 Spring Hill Road, Suite 525<br>McLean, Virginia | 22102                                      |
| _____<br>(Address of Principal Executive Offices)    | _____<br>(Zip Code)                        |

(703) 288-3075

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act: None

Securities registered pursuant to Section 12(g) of the Act:

| Title of Each Class                                             | Name Of Each Exchange On Which Registered |
|-----------------------------------------------------------------|-------------------------------------------|
| Common Shares of Beneficial Interest, \$.01 par value per share | Nasdaq National Market                    |

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

The number of Registrant's common shares of beneficial interest outstanding on February 28, 2002 was 26,602,207.

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The aggregate market value of voting stock held by non-affiliates of the Registrant, based upon the closing sales price of the Registrant's common shares of beneficial interest on February 28, 2002, was \$551,605,764.

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**PART IV**

The Annual Report on Form 10-K of Capital Automotive REIT (the Company) for the year ended December 31, 2001 is being amended to include, in Item 14(d), summarized financial information of Sonic Automotive, Inc. and its affiliates (Sonic). Sonic is a tenant of the Company and leases properties with carrying values that represent more than 20 percent of the Company's total assets for the year ended December 31, 2001. This summarized financial information was not available to the Company at the time the Company filed its Annual Report on Form 10-K for the year ended December 31, 2001.

## (d) Other Financial Information

The following summarized information is filed as part of this report as a result of Sonic leasing properties with carrying values that represent more than 20 percent of the Company's total assets for the year ended December 31, 2001. The summarized financial information presented for Sonic as of December 31, 2001 and 2000, and for each of the years ended December 31, 2001, 2000 and 1999, was obtained from the Annual Report on Form 10-K filed by Sonic with the Securities and Exchange Commission for the year ended December 31, 2001.

**Sonic Automotive, Inc. and its affiliates**  
**Selected Financial Data**  
(In Thousands)

## Consolidated Balance Sheet Data:

|                        | December 31, |              |
|------------------------|--------------|--------------|
|                        | 2001         | 2000         |
| Current Assets         | \$956,296    | \$ 1,032,731 |
| Noncurrent Assets      | 849,630      | 751,845      |
| Current Liabilities    | 737,253      | 818,321      |
| Noncurrent Liabilities | 551,412      | 515,333      |
| Stockholders' Equity   | 517,261      | 450,922      |

## Consolidated Statements of Income Data:

|                  | Years Ended December 31, |             |             |
|------------------|--------------------------|-------------|-------------|
|                  | 2001                     | 2000        | 1999        |
| Total Revenues   | \$6,337,358              | \$5,955,445 | \$3,311,339 |
| Gross Profit     | 974,735                  | 890,940     | 467,539     |
| Operating Income | 201,289                  | 209,117     | 115,810     |
| Net Income       | 79,329                   | 74,172      | 44,649      |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized this 28th day of March, 2002.

Capital Automotive REIT

By:           /s/ Thomas D. Eckert          

**Thomas D. Eckert**  
**President and Chief Executive Officer**