



25 October 2011

Company Announcements Office  
ASX Limited

**Announcement of on-market share buy-back**

A.P. Eagers Limited (ASX:APE) intends to conduct an on-market buy-back of up to 10% of its issued ordinary shares.

The share buy-back will commence on 9 November 2011 and is expected to occur progressively within the following 12 months, subject to market conditions. **Attached** is the Appendix 3C.

The buy-back reflects the Board's ongoing focus on capital management.

Yours faithfully  
**A.P. Eagers Limited**

A handwritten signature in dark ink that reads 'Denis Stark'.

**Denis Stark**  
**Company Secretary**

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**A. P. EAGERS LIMITED**

ABN 87 009 680 013

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# Appendix 3C

## Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
A.P. Eagers Limited	87 009 680 013

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	On-market less than 10% in 12 months
2	<sup>+</sup> Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares/units in the <sup>+</sup> class on issue	31,496,919
6	Whether shareholder/unitholder approval is required for buy-back	No
7	Reason for buy-back	Capital management

## Appendix 3C Announcement of buy-back

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8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (*eg, details of any proposed takeover bid*)

No

### On-market buy-back

9 Name of broker who will act on the company's behalf

RBS Morgans Limited

10 Deleted 30/9/2001.

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11 If the company/trust intends to buy back a maximum number of shares - that number

Up to a maximum of 2,878,000 shares

Note: This requires a figure to be included, not a percentage.

12 If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention

12 months commencing 9 November 2011

13 If the company/trust intends to buy back shares/units if conditions are met - those conditions

n/a

### Employee share scheme buy-back

14 Number of shares proposed to be bought back

n/a

15 Price to be offered for shares

n/a

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<sup>+</sup> See chapter 19 for defined terms.

**Selective buy-back**

- |    |  |     |
|----|--|-----|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | n/a |
| 17 | Number of shares proposed to be bought back  | n/a |
| 18 | Price to be offered for shares   | n/a |

**Equal access scheme**

- |    |   |     |
|----|---|-----|
| 19 | Percentage of shares proposed to be bought back   | n/a |
| 20 | Total number of shares proposed to be bought back if all offers are accepted                      | n/a |
| 21 | Price to be offered for shares  | n/a |
| 22 | +Record date for participation in offer<br><small>Cross reference: Appendix 7A, clause 9.</small> | n/a |

**Compliance statement**

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  Date: 25/10/11  
(Company secretary)

Print name: Denis Gerard Stark

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<sup>+</sup> See chapter 19 for defined terms.