



11 October 2010

Company Announcements Office  
ASX Limited

**A.P. Eagers Limited's takeover bid for Adtrans Group Limited**

**Notice of extension of offer period and variation of offer**

**A.P. Eagers has already secured 74.99% of Adtrans**

On 8 October 2010, A.P. Eagers had received acceptances under its takeover bid for Adtrans and acceptance instructions deposited into the acceptance facility for 18,887,475 Adtrans shares.

When combined with A.P. Eagers' existing holding in Adtrans, this equates to 74.99% of Adtrans' shares on issue, indicating a strong level of support for the bid by Adtrans shareholders.

We are delighted to have already received acceptances for all shares owned by Adtrans' Managing Director, Mr Graeme Bignell, and acceptances or acceptance instructions for the majority of shares owned by the other directors of Adtrans.

**Adtrans shareholders who have not already accepted our offer are encouraged to do so without delay rather than miss the opportunity now available to them.**

Whilst we are confident of receiving acceptances that will give us a relevant interest in at least 90% of Adtrans (thereby satisfying the first condition of our bid), we have decided to extend the offer period to close at 7.00pm (Sydney time) on 29 October 2010 to allow Adtrans shareholders further time to accept our offer.

Any Adtrans shareholders who are unsure how to accept our offer or have any questions about the offer should call the shareholder information line on 1800 633 262 (or +61 2 8256 3351 for overseas callers) between 9.00am and 5.00pm (Sydney time) Monday to Friday.

**Attached** to this announcement are:

- (a) a copy of our letter to Adtrans shareholders;

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**A. P. EAGERS LIMITED**

ABN 87 009 680 013

Registered Office  
80 McLachlan Street Fortitude Valley Q 4006  
P.O. Box 199 Fortitude Valley Q 4006  
Telephone (07) 3248 9455 Fax (07) 3248 9459  
Email [corporate@apeagers.com.au](mailto:corporate@apeagers.com.au)

- (b) a notice of variation of the offer under section 650D *Corporations Act 2001* (Cth) (**Corporations Act**) that was today lodged with ASIC and will be sent to Adtrans shareholders with the letter in (a) above; and
- (c) by way of service under section 630(5)(b) *Corporations Act*, a notice of extension of the offer period under section 630(2) *Corporations Act*.

Yours faithfully

**A. P. Eagers Limited**

A handwritten signature in cursive script, appearing to read "Martin Ward".

**Martin Ward**  
**Chief Executive Officer**



11 October 2010

Dear Adtrans Shareholder

**A.P. Eagers Limited's takeover bid for Adtrans Group Limited**

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**A.P. Eagers has already secured 74.99% of Adtrans**

On 8 October 2010, A.P. Eagers had received acceptances under its takeover bid for Adtrans and acceptance instructions deposited into the acceptance facility for 18,887,475 Adtrans shares.

When combined with A.P. Eagers' existing holding in Adtrans, this equates to 74.99% of Adtrans' shares on issue, indicating a strong level of support for the bid by Adtrans shareholders.

We are delighted to have already received acceptances for all shares owned by Adtrans' Managing Director, Mr Graeme Bignell, and acceptances or acceptance instructions for the majority of shares owned by the other directors of Adtrans.

**If you have not already accepted our offer, we encourage you to do so without delay rather than miss the opportunity now available to you.**

Whilst we are confident of receiving acceptances that will give us a relevant interest in at least 90% of Adtrans (thereby satisfying the first condition of our bid), we have decided to extend the offer period to close at 7.00pm (Sydney time) on 29 October 2010 to allow Adtrans shareholders further time to accept our offer. Attached is a formal notice of variation required by the Corporations Act.

If you are unsure how to accept our offer or have any questions about the offer, please call the shareholder information line on 1800 633 262 (or +61 2 8256 3351 for overseas callers) between 9.00am and 5.00pm (Sydney time) Monday to Friday.

If you have already accepted the offer, you do not need to take any further action and A.P. Eagers thanks you for your support.

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

A handwritten signature in black ink, appearing to read 'Martin Ward', is written over a thin horizontal line.

**Martin Ward**  
**Chief Executive Officer**

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**A. P. EAGERS LIMITED**

ABN 87 009 680 013

Registered Office  
80 McLachlan Street Fortitude Valley Q 4006  
P.O. Box 199 Fortitude Valley Q 4006  
Telephone (07) 3248 9455 Fax (07) 3248 9459  
Email [corporate@apeagers.com.au](mailto:corporate@apeagers.com.au)

# Variation of offer

## Section 650D(1) *Corporations Act 2001* (Cth)

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TO: Adtrans Group Limited ACN 008 129 477  
4 Greenhill Road  
Wayville, South Australia 5034

AND TO: Australian Securities and Investments Commission

AND TO: ASX Limited

AND TO: Each person to whom offers were made under the takeover bid

A.P. Eagers Limited ACN 009 680 013 (**AP Eagers**) gives notice under section 650D *Corporations Act 2001* (Cth) (**Corporations Act**) of variation of the offers dated 20 September 2010 (**Offers**).

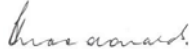
AP Eagers varies the Offers and its bidder's statement dated 15 September 2010 (**Bidder's Statement**) by:


- (a) extending the offer period so that the Offers will remain open for acceptance until 7.00pm on 29 October 2010; and
- (b) varying the Bidder's Statement and the acceptance form that accompanied the Bidder's Statement so that all references to the date "20 October 2010" are replaced with "29 October 2010".

A copy of this notice was lodged with ASIC on 11 October 2010. ASIC takes no responsibility for the contents of this notice.

Dated: 11 October 2010

**Signed** for and on behalf of AP Eagers pursuant to a resolution passed by the directors of AP Eagers by:

▲   
\_\_\_\_\_  
Director

▲   
\_\_\_\_\_  
Director

▲ Benjamin Wickham Macdonald  
\_\_\_\_\_  
Full name of Director

▲ Martin Andrew Ward  
\_\_\_\_\_  
Full name of Director

# Extension of offer period

## Section 630(2) *Corporations Act 2001* (Cth)

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TO: Adtrans Group Limited ACN 008 129 477  
4 Greenhill Road  
Wayville, South Australia 5034

AND TO: ASX Limited

A.P. Eagers Limited ACN 009 680 013 (**AP Eagers**) has made offers under an off-market takeover bid for all the ordinary shares in Adtrans Group Limited (**Offers**). The Offers are contained in the bidder's statement dated 15 September 2010 (**Bidder's Statement**).

AP Eagers gives notice under section 630(2) *Corporations Act 2001* (Cth) that:

- (a) the offer period under the Offers have been extended so that the Offers will remain open for acceptance until 7.00pm (Sydney time) on 29 October 2010;
- (b) the new date for giving notice of the status of the conditions to the Offers is 22 October 2010;
- (c) as at the date of this notice:
  - (i) AP Eagers has not freed the Offers from any of the conditions set out in Schedule 2 of the Bidder's Statement (**Conditions**);
  - (ii) the Conditions contained in clauses 2(b), 3, 4 and 5 have not been fulfilled. However, so far as AP Eagers is aware, none of the events stipulated in those Conditions have occurred;
  - (iii) so far as AP Eagers is aware, none of the other Conditions to the Offers have been fulfilled.

Dated: 11 October 2010.



**Denis Stark**  
Company Secretary