



12 November 2010

Company Announcements Office  
ASX Limited

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

**Notice of right of buy-out**

On 9 November 2010, compulsory acquisition notices in the form of ASIC Form 6021 were sent to all remaining Adtrans shareholders who did not accept (or did not validly accept) A.P. Eagers' takeover offer.

For the purposes of section 662B(1)(d) *Corporations Act 2001* (Cth), **attached** is a notice in the form of ASIC Form 6022 which provides information about the right of remaining Adtrans shareholders to have their Adtrans shares bought out by A.P. Eagers (**Buy-out Notice**). The Buy-out Notice was today lodged with ASIC.

As permitted by section 662B(1)(c) *Corporations Act*, the Buy-out Notice will not be sent to any remaining Adtrans shareholders as all remaining Adtrans shareholders have been sent a notice under section 661B *Corporations Act*.

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

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)



# Notice of right of buy out to remaining holder of securities following a takeover bid

If there is insufficient space in any section of the form, you may attach an annexure and submit as part of this lodgement

## Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Michael Jeffery

ASIC registered agent number (if applicable)

296

Company/entity name

McCullough Robertson

ACN/ABN/ARBN/ARSN

Telephone number

07 3233 8888

Postal address

GPO Box 1855

BRISBANE QLD 4001

Email address (optional)

## Notice

Name and address of the remaining holder.

To:

Name

All remaining holders have received a notice under section 661B. In accordance with section 662B(1) Corporations Act 2001 (Cth), this Form 6022 must only be given to ASIC and the ASX.

ACN (if applicable)

At the office of, C/- (if applicable)

Office, unit, level

Street number and Street name

Suburb/City

State/Territory

Postcode

Country (if not Australia)

## Securities of:

Name of target company

Name (the Company)

Adtrans Group Limited

ACN/ARBN/ARSN

008 129 477

# Continued... Notice

Tick one box

Name of bidder.

Insert description of class of securities to which the bid related

Insert paragraph 6 only where alternative terms are included in the offer.

Insert details of alternative terms.

Set out the terms that will apply

1. Under an

Off Market Bid  
 Market Bid

offers were made by

A.P. Eagers Limited ACN 009 680 013

in respect of the acquisition of

ordinary shares

in the Company.

2. You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made, but have not accepted the takeover offer.

3. The bidder hereby gives you notice under subsection 662B(1) of the Corporations Act 2001 that the bidder and their associates have relevant interests in at least 90% (by number) of the securities in the bid class.

4. You, (or anyone who acquires the securities after the day on which this notice is given) as the holder of remaining securities in the bid class, have the right under section 662C within one month after this notice is given to give the bidder a written notice requiring the bidder to acquire your securities in the bid class.

5. Unless otherwise agreed, the terms on which the securities will be acquired by the bidder will be the same as the terms which applied to the acquisition of securities under the bid immediately before the end of the offer period.

6. You are entitled, in your notice to the bidder under paragraph 5, to elect which of the following forms of consideration will apply to the acquisition of your securities

(a) \$1.50 cash and 0.16 A.P. Eagers shares (Cash and Scrip Alternative); or

(b) \$3.50 cash (Cash Alternative),

for every ordinary share in the Company that you own.

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be

the Cash Alternative.

## Signature

Name of person signing

Denis Stark

Capacity

Company Secretary

Signature

*Denis Stark*

Date signed

1 2 / 1 1 / 1 0

[D] [D] [M] [M] [Y] [Y]

## Lodgement

Send completed and signed forms to:  
 Australian Securities and Investments Commission,  
 PO Box 9827 in your capital city.

Or lodge the form in person at an ASIC Service Centre  
 (see [www.asic.gov.au/servicecentres](http://www.asic.gov.au/servicecentres))

### For help or more information

Telephone 1300 300 630  
 Email [infoline@asic.gov.au](mailto:infoline@asic.gov.au)  
 Web [www.asic.gov.au](http://www.asic.gov.au)