

Notice of change of interests of substantial holder

To Company Name/Scheme A. P. Eagers Limited

ACN/ARSN 009 680 013

1. Details of substantial holder (1)

Name W F M Motors Pty Ltd (an entity associated with Nicholas George Politis)

ACN/ARSN (if applicable) 001 632 837

There was a change in the interests of the substantial holder on 9/7/12

The previous notice was given to the company on 24/11/10

The previous notice was dated 24/11/10

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD	11,855,610 (pre-share split)	37.5980%	59,795,945 (post-share split)	35.7502%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	See Annexure "A"				

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows: (POST-SHARE SPLIT)

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Nicholas George Politis	Nicholas George Politis	Nicholas George Politis	Registered holder	ORD 5,625	5,625
Nicholas George Politis	W F M Motors Pty Ltd	W F M Motors Pty Ltd	Pursuant to section 608(3) Corporations Act	ORD 59,780,305	59,780,305
W F M Motors Pty Ltd	W F M Motors Pty Ltd	W F M Motors Pty Ltd	Registered holder	ORD 59,780,305	59,780,305
Denis Alan Aitken	Denis Alan Aitken	Denis Alan Aitken	Registered holder	ORD 10,015	10,015

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

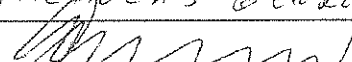
Name and ACN/ARSN (if applicable)	Nature of association
n/a	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Nicholas George Politis	10 Neild Avenue, Rushcutters Bay NSW 2011
W F M Motors Pty Ltd	10 Neild Avenue, Rushcutters Bay NSW 2011
Denis Alan Aitken	80 Lang Road, Centennial Park NSW 2021

Signature

print name	NICHOLAS GEORGE POLITIS	capacity	DIRECTOR
sign here		date	11/7/12

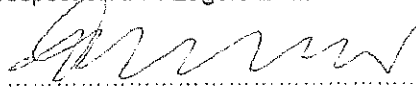
DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

"A"

This is annexure "A" of 1 page referred to in the Form 604 Notice of change of interests of substantial holder signed by me in respect of A. P. Eagers Limited ACN 009 680 013.

SIGNED: 

DATED: 11/7/2012

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
14/12/10	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$359,700	ORD 28,776	28,776
21/12/10	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$25,000	ORD 2,000	2,000
10/3/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$32,440	ORD 2,600	2,600
17/3/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$24,000	ORD 2,000	2,000
7/4/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$12,695	ORD 1,058	1,058
12/4/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$3,996	ORD 333	333
13/4/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$30,915	ORD 2,609	2,609
18/5/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$889	ORD 78	78
19/5/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$23,000	ORD 2,000	2,000
20/5/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$13,823	ORD 1,202	1,202
24/5/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$8,163	ORD 525	525
27/5/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$3,140	ORD 273	273
31/5/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$5,699	ORD 500	500
3/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$11,449	ORD 1,000	1,000
10/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$5,621	ORD 500	500
14/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$11,000	ORD 1,000	1,000
15/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$10,900	ORD 1,000	1,000
21/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$10,540	ORD 967	967
22/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$11,000	ORD 1,000	1,000
24/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$10,412	ORD 965	965
27/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$19,918	ORD 1,889	1,889
28/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$35,860	ORD 3,442	3,442
29/6/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$14,992	ORD 1,386	1,386
5/8/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$10,300	ORD 1,000	1,000
9/8/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$9,720	ORD 1,000	1,000
25/8/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$4,342	ORD 408	408
3/10/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$11,000	ORD 1,000	1,000
4/10/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$9,895	ORD 950	950
5/10/11	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$10,550	ORD 1,000	1,000
9/3/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$10,720	ORD 800	800
13/3/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$4,583	ORD 342	342
15/3/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$51,697	ORD 3,858	3,858
30/3/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$79,810	ORD 5,956	5,956
2/4/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$8,509	ORD 635	635
3/4/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$112,681	ORD 8,409	8,409
4/4/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$4,449	ORD 332	332
26/4/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$143	ORD 10	10
27/4/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$129,162	ORD 9,064	9,064
30/4/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$11,657	ORD 818	818
1/5/12	W F M Motors Pty Ltd	Acquisition (pre-share split)	\$1,539	ORD 108	108
18/5/12		Trading commenced in post-share split shares			
22/5/12	W F M Motors Pty Ltd	Acquisition (post-share split)	\$29,921	ORD 10,000	10,000
23/5/12	W F M Motors Pty Ltd	Acquisition (post-share split)	\$45,441	ORD 15,300	15,300
24/5/12	W F M Motors Pty Ltd	Acquisition (post-share split)	\$85,031	ORD 28,630	28,630
9/7/12		A.P. Eagers Limited increased the number of shares on issue by issuing 10,193,381 ordinary shares to a holder not associated with W F M Motors Pty Ltd or Mr Pollitt			