

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Automotive Holdings Group Limited (ASX: AHE)

ACN/ARSN 111 470 038

1. Details of substantial holder (1)

Name A.P. Eagers Limited ACN 009 680 013 and its associated entities set out in Annexure A
ACN/ARSN (if applicable) As above and in Annexure A

There was a change in the interests of the substantial holder on

See item 3 below

The previous notice was given to the company on

02/04/2014

The previous notice was dated

02/04/2014

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	52,631,417	17.92%	60,904,350	19.87%

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
04/04/14	A.P. Eagers Limited	Acquisition	\$195,502.50	ORD 52,134	52,134
05/04/14	A.P. Eagers Limited	Acquisition	\$7,134,131.40	ORD 1,877,403	1,877,403
09/04/14	A.P. Eagers Limited	Acquisition	\$2,965,100.00	ORD 745,000	745,000
30/04/14	A.P. Eagers Limited	AHE issued 4,297,994 ordinary shares as vendor equity pursuant to an acquisition announced on 30 April 2014.	n/a	n/a	n/a
08/05/14	A.P. Eagers Limited	Acquisition	\$15,000.00	ORD 4,298	4,298
08/05/14	A.P. Eagers Limited	Acquisition	\$1,118,390.00	ORD 290,506	290,506
08/05/14	A.P. Eagers Limited	AHE issued 8,608,975 ordinary shares pursuant to a share purchase plan dated 25 March 2014.	n/a	n/a	n/a
09/05/14	A.P. Eagers Limited	Acquisition	\$1,011,806.58	ORD 262,923	262,923
12/05/14	A.P. Eagers Limited	Acquisition	\$1,189,542.00	ORD 308,988	308,988
13/05/14	A.P. Eagers Limited	Acquisition	\$60,252.50	ORD 15,650	15,650
14/05/14	A.P. Eagers Limited	Acquisition	\$606,959.98	ORD 157,697	157,697
15/05/14	A.P. Eagers Limited	Acquisition	\$676,421.41	ORD 175,703	175,703
19/05/14	A.P. Eagers Limited	Acquisition	\$216,609.72	ORD 57,778	57,778
20/05/14	A.P. Eagers Limited	Acquisition	\$246,649.57	ORD 65,854	65,854
21/05/14	A.P. Eagers Limited	Acquisition	\$671,295.12	ORD 179,914	179,914
22/05/14	A.P. Eagers Limited	Acquisition	\$4,040.40	ORD 1,092	1,092
02/06/14	A.P. Eagers Limited	Acquisition	\$554,325.00	ORD 150,000	150,000
03/06/14	A.P. Eagers Limited	Acquisition	\$223,561.40	ORD 60,422	60,422
04/06/14	A.P. Eagers Limited	Acquisition	\$1,591.00	ORD 430	430

05/06/14	A.P. Eagers Limited	Acquisition	\$251,706.00	ORD 70,000	70,000
10/06/14	A.P. Eagers Limited	Acquisition	\$36,000.00	ORD 10,000	10,000
11/06/14	A.P. Eagers Limited	Acquisition	\$269,220.00	ORD 75,000	75,000
13/06/14	A.P. Eagers Limited	Acquisition	\$149,719.00	ORD 42,500	42,500
16/06/14	A.P. Eagers Limited	Acquisition	\$21,180.00	ORD 6,000	6,000
17/06/14	A.P. Eagers Limited	Acquisition	\$114,178.72	ORD 32,602	32,602
28/07/14	A.P. Eagers Limited	Acquisition	\$757,153.96	ORD 199,461	199,461
30/07/14	A.P. Eagers Limited	Acquisition	\$10,640.00	ORD 2,800	2,800
04/08/14	A.P. Eagers Limited	Acquisition	\$134,873.15	ORD 35,565	35,565
05/08/14	A.P. Eagers Limited	Acquisition	\$8,870,028.65	ORD 2,322,970	2,322,970
06/08/14	A.P. Eagers Limited	Acquisition	\$2,080,887.30	ORD 545,692	545,692
07/08/14	A.P. Eagers Limited	Acquisition	\$2,001,424.34	ORD 524,551	524,551

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

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
A.P. Eagers Limited	A.P. Eagers Limited	A.P. Eagers Limited	Holder of the securities	60,904,350	60,904,350

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
IB Motors Pty Ltd ACN 169 209 607	Subsidiary of the substantial holder
IB MD Pty Ltd ACN 169 210 173	Subsidiary of the substantial holder
Black Auto South West Pty Ltd ACN 600 279 927	Subsidiary of the substantial holder
South West Queensland Motors Pty Ltd ACN 600 279 589	Subsidiary of the substantial holder
CH Auto Pty Ltd ACN 600 297 783	Subsidiary of the substantial holder

6. Addresses

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

Name	Address
A.P. Eagers Limited	80 McLachlan Street, Fortitude Valley Qld 4000
Entities associated with A.P. Eagers Limited	See Annexure A

Signature

print name Martin Andrew Ward

capacity Director

sign here



date 07/08/2014

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.

ANNEXURE A**SUBSTANTIAL HOLDERS – ASSOCIATED ENTITIES**

THIS ANNEXURE A OF TWO PAGES REFERRED TO IN FORM 604 NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER.

DATED: 07/08/2014

SIGNED:



NAME: Martin Andrew Ward

CAPACITY: Director

ASSOCIATED ENTITIES OF A.P. EAGERS LIMITED:

NAME	ACN	ADDRESS
Eagers Retail Pty Ltd	009 662 211	80 McLachlan Street, Fortitude Valley, Queensland 4006
Eagers MD Pty Ltd	009 727 753	80 McLachlan Street, Fortitude Valley, Queensland 4006
Eagers Finance Pty Ltd	009 721 288	80 McLachlan Street, Fortitude Valley, Queensland 4006
Nundah Motors Pty Ltd	009 681 556	80 McLachlan Street, Fortitude Valley, Queensland 4006
Eagers Nominees Pty Ltd	009 723 488	80 McLachlan Street, Fortitude Valley, Queensland 4006
Austral Pty Ltd	009 662 202	80 McLachlan Street, Fortitude Valley, Queensland 4006
E G Eager & Son Pty Ltd	009 658 306	80 McLachlan Street, Fortitude Valley, Queensland 4006
A.P. Group Ltd	010 030 994	80 McLachlan Street, Fortitude Valley, Queensland 4006
A.P. Ford Pty Ltd	010 602 383	80 McLachlan Street, Fortitude Valley, Queensland 4006
A.P. Motors Pty Ltd	010 579 996	80 McLachlan Street, Fortitude Valley, Queensland 4006
A.P. Motors (No.1) Pty Ltd	010 585 234	80 McLachlan Street, Fortitude Valley, Queensland 4006
A.P. Motors (No.2) Pty Ltd	010 585 243	80 McLachlan Street, Fortitude Valley, Queensland 4006
A.P. Motors (No.3) Pty Ltd	010 585 252	80 McLachlan Street, Fortitude Valley, Queensland 4006
Associated Finance Pty Limited	009 677 678	80 McLachlan Street, Fortitude Valley, Queensland 4006
Leaseline & General Finance Limited	010 131 361	80 McLachlan Street, Fortitude Valley, Queensland 4006
City Automotive Group Pty Ltd	067 985 602	80 McLachlan Street, Fortitude Valley, Queensland 4006
PPT Investments Pty Ltd	000 868 860	80 McLachlan Street, Fortitude Valley, Queensland 4006
PPT Holdings No 1 Pty Ltd	078 207 333	80 McLachlan Street, Fortitude Valley, Queensland 4006
PPT Holdings No 2 Pty Ltd	078 207 397	80 McLachlan Street, Fortitude Valley, Queensland 4006
PPT Holdings No 3 Pty Ltd	078 207 468	80 McLachlan Street, Fortitude Valley, Queensland 4006
Bill Buckle Holdings Pty Ltd	062 951 106	80 McLachlan Street, Fortitude Valley, Queensland 4006
Bill Buckle Autos Pty Ltd	000 388 054	80 McLachlan Street, Fortitude Valley, Queensland 4006
Bill Buckle Leasing Pty Ltd	000 871 910	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Group Limited	008 129 477	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Corporate Pty Ltd	056 340 928	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Automotive Group Pty Ltd	007 866 917	80 McLachlan Street, Fortitude Valley, Queensland 4006
Stillwell Trucks Pty Ltd	008 014 720	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Trucks Pty Ltd	008 264 935	80 McLachlan Street, Fortitude Valley, Queensland 4006
Graham Cornes Motors Pty Ltd	008 123 993	80 McLachlan Street, Fortitude Valley, Queensland 4006
Whitehorse Trucks Pty Ltd	116 437 702	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Used Pty Ltd	074 561 514	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Hino Pty Ltd	127 369 260	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Australia Pty Ltd	008 278 171	80 McLachlan Street, Fortitude Valley, Queensland 4006
Melbourne Truck and Bus Centre Pty Ltd	143 202 699	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Truck Centre Pty Ltd	106 764 327	80 McLachlan Street, Fortitude Valley, Queensland 4006
Adtrans Trucks Adelaide Pty Ltd	151 699 651	80 McLachlan Street, Fortitude Valley, Queensland 4006
Precision Automotive Technology Pty Ltd	163 233 207	80 McLachlan Street, Fortitude Valley, Queensland 4006
IB Motors Pty Ltd	169 209 607	80 McLachlan Street, Fortitude Valley, Queensland 4006
IB MD Pty Ltd	169 210 173	80 McLachlan Street, Fortitude Valley, Queensland 4006
Black Auto South West Pty Ltd	600 279 927	80 McLachlan Street, Fortitude Valley, Queensland 4006
South West Queensland Motors Pty Ltd	600 279 589	80 McLachlan Street, Fortitude Valley, Queensland 4006
CH Auto Pty Ltd	600 297 783	80 McLachlan Street, Fortitude Valley, Queensland 4006