

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

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

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Martin Andrew Ward
Date of last notice	1 June 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Four Leaf Retirement Pty Ltd and Four Leaf Family Pty Ltd are the registered holders of ordinary shares in A.P. Eagers Limited. Mr Ward is the sole director and controlling shareholder of Four Leaf Retirement Pty Ltd and Four Leaf Family Pty Ltd.
Date of change	21 February 2018
No. of securities held prior to change	2,298,655 ordinary shares 2,153,985 options 284,939 performance rights
Class	As described above
Number acquired	91,006 shares were acquired by Mr Ward when a corresponding number of his performance rights vested and were exercised following achievement of performance hurdles for the year ended 31 December 2017. 149,122 of his options also vested on achievement of the performance hurdles and remain unexercised. These changes are in accordance with the A.P. Eagers Executive Incentive Plan, as approved by shareholders at annual general meeting.
Number disposed	As described above.
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Closing share price on date of change was \$8.40 per share.

+ See chapter 19 for defined terms.

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No. of securities held after change	2,389,661 ordinary shares 2,153,985 options 193,933 performance rights
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	As described above

Part 2 – Change of director's interests in contracts n/a

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	n/a
If prior written clearance was provided, on what date was this provided?	n/a

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