

# 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

<b>Name of entity</b>	A.P. Eagers Limited (AP Eagers)
<b>ABN</b>	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.

<b>Name of Director</b>	Nicholas George Politis
<b>Date of last notice</b>	13 May 2019

### 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.

<b>Direct or indirect interest</b>	Direct and indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	W F M Motors Pty Ltd and NGP Investments (No 2) Pty Ltd are the registered holders of ordinary shares in A.P. Eagers Ltd. Mr Politis is a director and controlling shareholder of W F M Motors Pty Ltd and NGP Investments (No 2) Pty Ltd.
<b>Date of change</b>	26 August 2019
<b>No. of securities held prior to change</b>	69,535,038 ordinary shares
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	1,478 ordinary shares were issued to NGP Investments (No 2) Pty Ltd as consideration for the transfer of its shares in Automotive Holdings Group Limited (AHG) to AP Eagers under its takeover offer for all of the shares in AHG not already owned by it.
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Under the terms of AP Eagers' takeover offer, 1 ordinary share in AP Eagers was issued for every 3.6 ordinary shares in AHG transferred to AP Eagers (with any fractional entitlements of 0.5 and above being rounded up to the nearest whole number).
<b>No. of securities held after change</b>	69,536,516 ordinary shares

+ See chapter 19 for defined terms.

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<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Ordinary shares issued as consideration under AP Eagers' takeover bid for AHG.
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### Part 2 – Change of director's interests in contracts

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.

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

### Part 3 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No (shares were issued to NGP Investments (No 2) Pty Ltd pursuant to a contract made at a time which was not a closed period)
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Not applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not applicable

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