

4 April 2023

Karina So
Adviser, Listings Compliance
ASX Limited

By email: ListingsComplianceSydney@asx.com.au

Dear Ms So,

Response to Appendix 3Z Query

Thank you for your letter of 29 March 2023. Please refer to the following as requested.

1. The director retired from the Board on 18 May 2022 and this was confirmed to the market on that date in the company's AGM material. **Attached** is the Appendix 3Z which was not previously lodged due to administrative oversight.
2. Arrangements are in place to ensure the company is able to comply with the relevant listing rule. This includes an agreement with each director for the provision of relevant information. Share trades by directors and continuous disclosure requirements are also considered at each scheduled board meeting and our securities trading policy confirms the need to advise of changes in relevant interests in a timely manner. The company secretary ensures directors are aware of these requirements.
3. The current arrangements are adequate and enforced. Your letter also serves as a reminder of the need for compliance.

Yours faithfully
Eagers Automotive Limited



Denis Stark
Company Secretary

Appendix 3Z

Final 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 30/9/2001.

Name of entity: Eagers Automotive Limited
ABN: 87 009 680 013

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	David Arthur Cowper
Date of last notice	20 January 2017
Date that director ceased to be director	18 May 2022

Part 1 – Director's relevant interests in securities of which the director is the registered holder

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.

Number & class of securities
Nil

+ See chapter 19 for defined terms.

Appendix 3Z Final Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

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.

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

Name of holder & nature of interest	Number & class of securities
Note: Provide details of the circumstances giving rise to the relevant interest	
Shares held by Pimara Pty Ltd as trustee for D&A Superannuation Fund	15,053 Ordinary shares

Part 3 – Director's interests in contracts

Detail of contract	n/a
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

+ See chapter 19 for defined terms.



29 March 2023

Reference: 71593

Mr Denis Stark
Company Secretary
Eagers Automotive Limited
56 Edmonstone Road
Bowen Hills QLD 4006

By email

Dear Mr Stark

Eagers Automotive Limited ('APE'): Appendix 3Z – Final Director's Interest Notice Query

ASX refers to the following:

1. APE's Notice of Annual General Meeting/Voting Form lodged on ASX Market Announcements Platform ('MAP') on 14 April 2022 disclosed that "Mr Cowper is intending to retire from the board at the conclusion of this year's AGM", which was held on 18 May 2022;
2. APE's 2022 Half Yearly Results lodged on MAP on 25 August 2022 disclosed that "D A Cowper was a Director during the half year until his resignation on 18 May 2022".
3. APE's Change of Director's Interest Notice – COWPER lodged on MAP on 20 January 2017 disclosed that 15,053 ordinary shares were held indirectly by Mr David Arthur Cowper via Pimara Pty Ltd ATF D&A Superannuation Fund.

4. Listing Rule 3.19A which requires an entity to tell ASX the following:

3.19A.3 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.'

5. Listing rule 3.19B which states that:

'An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.'

It appears an Appendix 3Z was omitted to be lodged with ASX. Consequently, APE may have breached Listing Rules 3.19A and/or 3.19B.

Request for Information

Under Listing Rule 18.7, we ask that you answer each of the following questions having regard to Listing Rules 3.19A and 3.19B and *Guidance Note 22: Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*.

1. Please explain why no Appendix 3Z was lodged within 5 business days after Mr Cowper ceased to be a director of APE.

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2. What arrangements does APE have in place under Listing Rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under Listing Rule 3.19A?
 3. If the current arrangements are inadequate or not being enforced, what additional steps does APE intend to take to ensure compliance with Listing Rule 3.19B?

When and where to send your response

This request is made under Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **9.00 AM AEST Wednesday, 5 April 2023**.

You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, APE's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out in the previous paragraph and may require APE to request a trading halt immediately.

Your response should be sent to me by e-mail at ListingsComplianceSydney@asx.com.au. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in APE's securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted. You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in APE's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to APE's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure*: Listing Rules 3.1 – 3.1B. It should be noted that APE's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

Release of correspondence between ASX and entity

We reserve the right to release a copy of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A.

Questions

If you have any questions in relation to the above, please do not hesitate to contact me.

Regards

Karina So
Adviser, Listings Compliance