

**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 07/08/2014  
The previous notice was dated 07/08/2014

### 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	60,904,350	19.87%	75,669,235	22.8178%

### 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
24/8/16	A.P. Eagers Limited	Acquisition	\$982,320.00	ORD 200,000	200,000
25/8/16	A.P. Eagers Limited	AHG issued 19,911,505 ordinary shares pursuant to an institutional placement announced on 19/8/16	n/a	n/a	n/a
25/8/16	A.P. Eagers Limited	Share placement	\$17,909,998.28	ORD 3,962,389	3,962,389
26/8/16	A.P. Eagers Limited	Acquisition	\$280,717.18	ORD 58,015	58,015
26/8/16	A.P. Eagers Limited	Acquisition	\$143,700.00	ORD 30,000	30,000
30/8/16	A.P. Eagers Limited	Acquisition	\$140,598.00	ORD 30,000	30,000
2/9/16	A.P. Eagers Limited	Acquisition	\$930,260.00	ORD 200,000	200,000
5/9/16	A.P. Eagers Limited	Acquisition	\$231,280.00	ORD 50,000	50,000
6/9/16	A.P. Eagers Limited	Acquisition	\$465,870.00	ORD 100,000	100,000
8/9/16	A.P. Eagers Limited	Acquisition	\$268,053.14	ORD 58,218	58,218
9/9/16	A.P. Eagers Limited	Acquisition	\$273,642.00	ORD 60,000	60,000
13/9/16	A.P. Eagers Limited	Acquisition	\$72,908.39	ORD 16,217	16,217
14/9/16	A.P. Eagers Limited	Acquisition	\$51,164.95	ORD 11,280	11,280
16/9/16	A.P. Eagers Limited	Acquisition	\$100,690.28	ORD 23,046	23,046
16/9/16	A.P. Eagers Limited	AHG issued 5,170,072 ordinary shares pursuant to a share purchase plan announced on 19/8/16 ('SPP')	n/a	n/a	n/a
16/9/16	A.P. Eagers Limited	Acquisition - SPP	\$15,001.88	ORD 3,319	3,319
19/9/16	A.P. Eagers Limited	Acquisition	\$88,889.77	ORD 20,673	20,673
20/9/16	A.P. Eagers Limited	Acquisition	\$142,127.08	ORD 33,160	33,160
21/9/16	A.P. Eagers Limited	Acquisition	\$409,630.77	ORD 95,465	95,465
22/9/16	A.P. Eagers Limited	Acquisition	\$644,220.00	ORD 150,000	150,000

23/9/16	A.P. Eagers Limited	Acquisition	\$94,604.40	ORD 22,000	22,000
26/9/16	A.P. Eagers Limited	Acquisition	\$11,846.50	ORD 2,755	2,755
27/9/16	A.P. Eagers Limited	Acquisition	\$52,698.41	ORD 12,276	12,276
28/9/16	A.P. Eagers Limited	Acquisition	\$131,196.02	ORD 30,692	30,692
29/9/16	A.P. Eagers Limited	Acquisition	\$40,830.05	ORD 9,500	9,500
30/9/16	A.P. Eagers Limited	Acquisition	\$68,590.40	ORD 16,000	16,000
4/10/16	A.P. Eagers Limited	Acquisition	\$119,607.60	ORD 28,000	28,000
5/10/16	A.P. Eagers Limited	Acquisition	\$50,914.97	ORD 12,004	12,004
6/10/16	A.P. Eagers Limited	Acquisition	\$149,103.50	ORD 35,000	35,000
7/10/16	A.P. Eagers Limited	Acquisition	\$85,054.00	ORD 20,000	20,000
10/10/16	A.P. Eagers Limited	Acquisition	\$84,450.00	ORD 20,000	20,000
11/10/16	A.P. Eagers Limited	Acquisition	\$25,120.20	ORD 6,000	6,000
12/10/16	A.P. Eagers Limited	Acquisition	\$61,600.50	ORD 15,000	15,000
13/10/16	A.P. Eagers Limited	Acquisition	\$101,720.00	ORD 25,000	25,000
20/10/16	A.P. Eagers Limited	Acquisition	\$120,426.00	ORD 30,000	30,000
24/10/16	A.P. Eagers Limited	Acquisition	\$117,221.26	ORD 29,641	29,641
4/1/17	A.P. Eagers Limited	Acquisition	\$19,825.04	ORD 5,000	5,000
6/1/17	A.P. Eagers Limited	Acquisition	\$231,300.00	ORD 60,000	60,000
11/1/17	A.P. Eagers Limited	Acquisition	\$230,802.00	ORD 59,180	59,180
12/1/17	A.P. Eagers Limited	Acquisition	\$54,572.70	ORD 13,993	13,993
13/1/17	A.P. Eagers Limited	Acquisition	\$1,108,824.60	ORD 284,314	284,314
18/1/17	A.P. Eagers Limited	Acquisition	\$231,379.20	ORD 59,328	59,328
19/1/17	A.P. Eagers Limited	Acquisition	\$133,996.20	ORD 34,358	34,358
31/1/17	A.P. Eagers Limited	Acquisition	\$636,171.90	ORD 163,121	163,121
1/2/17	A.P. Eagers Limited	Acquisition	\$3,249,105.25	ORD 833,168	833,168
2/2/17	A.P. Eagers Limited	Acquisition	\$423,238.63	ORD 108,743	108,743
3/2/17	A.P. Eagers Limited	Acquisition	\$20,211,757.80	ORD 5,182,502	5,182,502
3/2/17	A.P. Eagers Limited	Acquisition	\$1,029,738.48	ORD 264,110	264,110
6/2/17	A.P. Eagers Limited	Acquisition	\$5,575,966.57	ORD 1,431,938	1,431,938
7/2/17	A.P. Eagers Limited	Acquisition	\$3,311,018.20	ORD 849,480	849,480

#### 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	75,669,235	75,669,235

#### 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
BASW Pty Ltd ACN 601 452 199	Subsidiary of the substantial holder
Western Equipment Rentals Pty Ltd ACN 131 269 184	Subsidiary of the substantial holder
Boonarga Welding Pty Ltd ACN 099 480 903	Subsidiary of the substantial holder
Black Auto CQ Pty Ltd ACN 135 015 191	Subsidiary of the substantial holder
Auto Ad Pty Ltd ACN 605 815 021	Subsidiary of the substantial holder
Adverpro Pty Ltd ACN 612 630 618	Subsidiary of the substantial holder
AP Queensland (No.1) Pty Ltd ACN 616 472 729	Subsidiary of the substantial holder
WS Motors Pty Ltd ACN 608 791 804	Subsidiary of the substantial holder
Port City Autos Pty Ltd ACN 160 315 579	Subsidiary of the substantial holder
AP Eagers Foundation Ltd ACN 612 890 883	Subsidiary of the substantial holder

Crampton Automotive Pty Ltd ACN 057 283 253	Subsidiary of the substantial holder
Motors Group (Glen Waverley) Pty Ltd ACN 164 997 228	Subsidiary of the substantial holder
Motors Tas Pty Ltd ACN 608 791 680	Subsidiary of the substantial holder
MB Vic Pty Ltd ACN 608 791 877	Subsidiary of the substantial holder
Carzoos Pty Ltd ACN 608 791 911	Subsidiary of the substantial holder

## 6. Addresses

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

Name	Address
A.P. Eagers Limited	5 Edmund Street, Newstead Qld 4000
Entities associated with A.P. Eagers Limited	See Annexure A

## Signature

print name Martin Andrew Ward

capacity Director

sign here



date 07/02/2017

### 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: 07/02/2017

SIGNED: 

NAME: Martin Andrew Ward

CAPACITY: Director

**ASSOCIATED ENTITIES OF A.P. EAGERS LIMITED:**

NAME	ACN	ADDRESS
Eagers Retail Pty Ltd	009 662 211	5 Edmund Street, Newstead, Queensland 4006
Eagers MD Pty Ltd	009 727 753	5 Edmund Street, Newstead, Queensland 4006
Eagers Finance Pty Ltd	009 721 288	5 Edmund Street, Newstead, Queensland 4006
Nundah Motors Pty Ltd	009 681 556	5 Edmund Street, Newstead, Queensland 4006
Eagers Nominees Pty Ltd	009 723 488	5 Edmund Street, Newstead, Queensland 4006
Austral Pty Ltd	009 662 202	5 Edmund Street, Newstead, Queensland 4006
E G Eager & Son Pty Ltd	009 658 306	5 Edmund Street, Newstead, Queensland 4006
A.P. Group Ltd	010 030 994	5 Edmund Street, Newstead, Queensland 4006
A.P. Ford Pty Ltd	010 602 383	5 Edmund Street, Newstead, Queensland 4006
A.P. Motors Pty Ltd	010 579 996	5 Edmund Street, Newstead, Queensland 4006
A.P. Motors (No.1) Pty Ltd	010 585 234	5 Edmund Street, Newstead, Queensland 4006
A.P. Motors (No.2) Pty Ltd	010 585 243	5 Edmund Street, Newstead, Queensland 4006
A.P. Motors (No.3) Pty Ltd	010 585 252	5 Edmund Street, Newstead, Queensland 4006
Associated Finance Pty Limited	009 677 678	5 Edmund Street, Newstead, Queensland 4006
Leaseline & General Finance Limited	010 131 361	5 Edmund Street, Newstead, Queensland 4006
City Automotive Group Pty Ltd	067 985 602	5 Edmund Street, Newstead, Queensland 4006
PPT Investments Pty Ltd	000 868 860	5 Edmund Street, Newstead, Queensland 4006
PPT Holdings No 1 Pty Ltd	078 207 333	5 Edmund Street, Newstead, Queensland 4006
PPT Holdings No 2 Pty Ltd	078 207 397	5 Edmund Street, Newstead, Queensland 4006
PPT Holdings No 3 Pty Ltd	078 207 468	5 Edmund Street, Newstead, Queensland 4006
Bill Buckle Holdings Pty Ltd	062 951 106	5 Edmund Street, Newstead, Queensland 4006
Bill Buckle Autos Pty Ltd	000 388 054	5 Edmund Street, Newstead, Queensland 4006
Bill Buckle Leasing Pty Ltd	000 871 910	5 Edmund Street, Newstead, Queensland 4006
Adtrans Group Limited	008 129 477	5 Edmund Street, Newstead, Queensland 4006
Adtrans Corporate Pty Ltd	056 340 928	5 Edmund Street, Newstead, Queensland 4006
Adtrans Automotive Group Pty Ltd	007 866 917	5 Edmund Street, Newstead, Queensland 4006
Stillwell Trucks Pty Ltd	008 014 720	5 Edmund Street, Newstead, Queensland 4006
Adtrans Trucks Pty Ltd	008 264 935	5 Edmund Street, Newstead, Queensland 4006
Graham Cornes Motors Pty Ltd	008 123 993	5 Edmund Street, Newstead, Queensland 4006
Whitehorse Trucks Pty Ltd	116 437 702	5 Edmund Street, Newstead, Queensland 4006
Adtrans Used Pty Ltd	074 561 514	5 Edmund Street, Newstead, Queensland 4006
Adtrans Hino Pty Ltd	127 369 260	5 Edmund Street, Newstead, Queensland 4006
Adtrans Australia Pty Ltd	008 278 171	5 Edmund Street, Newstead, Queensland 4006
Melbourne Truck and Bus Centre Pty Ltd	143 202 699	5 Edmund Street, Newstead, Queensland 4006
Adtrans Truck Centre Pty Ltd	106 764 327	5 Edmund Street, Newstead, Queensland 4006
Adtrans Trucks Adelaide Pty Ltd	151 699 651	5 Edmund Street, Newstead, Queensland 4006
Precision Automotive Technology Pty Ltd	163 233 207	5 Edmund Street, Newstead, Queensland 4006
IB Motors Pty Ltd	169 209 607	5 Edmund Street, Newstead, Queensland 4006
IB MD Pty Ltd	169 210 173	5 Edmund Street, Newstead, Queensland 4006
AP Townsville Pty Ltd (formerly Black Auto South West Pty Ltd)	600 279 927	5 Edmund Street, Newstead, Queensland 4006
South West Queensland Motors Pty Ltd	600 279 589	5 Edmund Street, Newstead, Queensland 4006
CH Auto Pty Ltd	600 297 783	5 Edmund Street, Newstead, Queensland 4006
BASW Pty Ltd	601 452 199	5 Edmund Street, Newstead, Queensland 4006

Western Equipment Rentals Pty Ltd	131 269 184	5 Edmund Street, Newstead, Queensland 4006
Boonarga Welding Pty Ltd	099 480 903	5 Edmund Street, Newstead, Queensland 4006
Black Auto CQ Pty Ltd	135 015 191	5 Edmund Street, Newstead, Queensland 4006
Auto Ad Pty Ltd	605 815 021	5 Edmund Street, Newstead, Queensland 4006
Adverpro Pty Ltd	612 630 618	5 Edmund Street, Newstead, Queensland 4006
AP Queensland (No.1) Pty Ltd	616 472 729	5 Edmund Street, Newstead, Queensland 4006
WS Motors Pty Ltd	608 791 804	5 Edmund Street, Newstead, Queensland 4006
Port City Autos Pty Ltd	160 315 579	5 Edmund Street, Newstead, Queensland 4006
Crampton Automotive Pty Ltd	057 283 253	5 Edmund Street, Newstead, Queensland 4006
Motors Group (Glen Waverley) Pty Ltd	164 997 228	5 Edmund Street, Newstead, Queensland 4006
Motors Tas Pty Ltd	608 791 680	5 Edmund Street, Newstead, Queensland 4006
MB Vic Pty Ltd	608 791 877	5 Edmund Street, Newstead, Queensland 4006
Carzoos Pty Ltd	608 791 911	5 Edmund Street, Newstead, Queensland 4006
AP Eagers Foundation Ltd	612 890 883	5 Edmund Street, Newstead, Queensland 4006