



29 August 2006

**ASX**

**A.P. EAGERS LIMITED – NOTICE TO SHAREHOLDERS; DESPATCH DATE**

**Attached** is a copy of the notice to shareholders despatched by the share registry yesterday Monday 28 August 2006.

The Company wishes to advise that the despatch date of statements to shareholders will be changed from 29 September 2006 to 3 October 2006, but that the trading date will remain 4 October 2006.

For more information please contact:

Mr Dennis Hull  
Company Secretary  
A.P. Eagers Limited  
dhull@apeagers.com.au

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**A. P. EAGERS LIMITED**

ABN 87 009 680 013

Registered Office  
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P.O. Box 199 Fortitude Valley Q 4006  
Telephone (07) 3248 9455 Fax (07) 3248 9459  
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25 August 2006

**Dear Shareholder**

**A.P. EAGERS LIMITED ISSUES NON RENOUNCEABLE RIGHTS AND PLACEMENT OF SHARES**

The Directors of A.P. Eagers Limited ("Company") are pleased to announce that a fully underwritten prospectus is being lodged with the Australian Securities and Investments Commission (ASIC) today. The prospectus also incorporates a pro-rata rights issue and a share placement. A total of 3,714,285 new fully paid ordinary shares at \$7.00 per share are expected to be issued under the prospectus to raise a total of approximately \$26,000,000 (before the costs of the issue).

***Important dates***

The Company's shares will be quoted ex rights on 29 August 2006. The record date for eligibility to participate in the share offer is 4 September 2006 and the prospectus will be dispatched to shareholders on 8 September 2006. Any shareholder who wishes to apply for the shares will need to complete the application form accompanying the prospectus. The closing date is 22 September 2006. The despatch date for the holding statements is 29 September 2006.

***Overview of Non-Renounceable Rights Issue***

The rights issue is a pro rata issue to existing shareholders of the Company. The Company is offering a right to acquire one (1) fully paid ordinary share in the Company for every eight (8) shares already held. The offer is non-renounceable therefore, the rights can not be traded on the Australian Stock Exchange (ASX) if the shareholders do not wish to take up some or all of their entitlements.

The Company will raise approximately \$19.6 million under the pro-rata rights issue by issuing approximately 2,800,000 shares at an issue price of \$7.00 per share.

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The shares issued will not be entitled to the interim dividend declared for the Company's half year ended on 30 June 2006, but in all other respects will rank equally with the shares currently on issue and will be entitled to any final dividend declared for the financial year ending 31 December 2006.

The proceeds of the share issue will be used to provide working capital to fund future expansion.

### ***Overview of Share Placement***

The prospectus also incorporates a placement of shares at the same price of \$7.00 per share and on the same conditions as those issued under the rights issue.

Through the placement, the Company will issue a further 914,285 fully paid ordinary shares, raising approximately \$6.4 million.

The placement is only available to institutional, sophisticated or professional investors arranged through the Underwriter.

### ***Underwriter***

The Underwriter for both the pro-rata rights issue and the placement is ABN AMRO Morgans Corporate Limited, and they are expected to receive a total of \$364,000 exclusive of GST in fees.

### ***Further details***

Full details of the offer are set out in the prospectus which will be distributed to shareholders once the ASIC disclosure period has passed. A copy may be viewed on the ASX web site [www.asx.com.au](http://www.asx.com.au)

An application will be made for quotation of the securities offered under the prospectus.

For further information please contact :

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