

1 October 2025

Markets Announcements Office  
ASX Limited

**Pro-rata accelerated non-renounceable entitlement offer  
Notice under section 708AA(2)(f) Corporations Act**

This notice is given by Eagers Automotive Limited ABN 87 009 680 013 (Eagers) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (*Corporations Act*) as notionally modified by *ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84* and *ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73* (the *ASIC Instruments*). Where applicable, references in this notice to sections of the *Corporations Act* are to those sections as modified by the *ASIC Instruments*.

Eagers has today announced that it is undertaking a pro-rata accelerated non-renounceable entitlement offer (Entitlement Offer) of 1 fully paid ordinary share in Eagers (New Shares) for every 12 ordinary shares held as at 7.00pm (Sydney time) on Friday, 3 October 2025 by eligible shareholders to raise approximately A\$452 million, and a strategic placement to Mitsubishi Corporation to raise approximately A\$50 million (Strategic Placement, and together with the Entitlement Offer, the Offer).

The Entitlement Offer is underwritten other than in relation to the entitlements of Nicholas Politis (a director of Eagers) and entities associated with him who have committed to take up their full pro rata entitlements of approximately A\$128 million.

N G P Investments (No 2) Pty Ltd, an entity associated with Mr Politis, has also committed to sub-underwrite the retail component of the Entitlement Offer for up to A\$10 million (Sub-underwriting Commitment).

The proceeds of the Offer will be used to fund part of the purchase price for the acquisition by Eagers of a 65% equity interest in CanadaOne Auto, a privately owned Canadian automotive dealer group (Acquisition).

Further details regarding the Offer and the Acquisition are set out in the ASX announcements and Investor Presentation released earlier today.

For purposes of section 708AA(7) of the *Corporations Act*, Eagers confirms in relation to the Entitlement Offer that:

- (a) the New Shares will be offered without disclosure under Part 6D.2 of the *Corporations Act*;

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- (b) this notice is being given under section 708AA(2)(f) of the Corporations Act;
  - (c) as at the date of this notice, Eagers has complied with:
    - (i) the provisions of Chapter 2M of the Corporations Act as they apply to Eagers;
    - (ii) section 674 and section 674A of the Corporations Act; and
  - (d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act that is required to be set out in this notice under section 708AA(7)(d) of the Corporations Act; and
  - (e) the potential effect that the issue of New Shares under the Entitlement Offer will have on the control of Eagers, and the consequences of that effect, will depend on a number of factors, including investor demand and existing shareholdings. In particular:
    - (i) eligible shareholders who take up their entitlement in full will only have their percentage holding in Eagers diluted as a result of the issue of New Shares under the Strategic Placement;
    - (ii) eligible shareholders who do not take up their entitlement in full will have their percentage holding in Eagers further diluted following the issue of New Shares under the Entitlement Offer and as a result of the Strategic Placement; and
    - (iii) ineligible shareholders will have their percentage holding in Eagers diluted following the issue of New Shares under the Entitlement Offer and the Strategic Placement.

Given the structure of the Entitlement Offer as a partially underwritten pro rata issue and the size of the Strategic Placement, the Offer is not expected to have a material effect on the control of Eagers. In particular, the voting power of Mr Politis and his associated entities following completion of the Offer is expected to be diluted from 28.3% (as at the date of this notice) to 28.2% if allocated the Sub-underwriting Commitment in full.

-ENDS-

Authorised for release by the Board.