

2 October 2025

Markets Announcements Office
ASX Limited

Letter to shareholders

Eagers Automotive's investment in CanadaOne Mitsubishi Corporation's investment in Eagers Automotive and easyauto123 Equity raising

Eagers Automotive Limited (ASX: APE) is sending a letter to all of its shareholders today in respect of the material released to the ASX yesterday, 1 October 2025. A sample of the letter is **attached**.

This document is given to the ASX under listing rule 3.17.

-ENDS-

For more information:

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Authorised for release by the Board.

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APE

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2 October 2025

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Dear Shareholder,

Eagers Automotive Limited (“Eagers” or the “Company”) yesterday made a number of significant announcements to the ASX:

- A. Strategic acquisition of a 65% equity interest in CanadaOne Auto (“CanadaOne”), one of Canada’s largest and strongest dealership groups, for A\$1,043 million¹ (“Acquisition”);**
- B. Mitsubishi Corporation (“MC”), Japan’s largest general trading and investment company with a global network of over 1,205 group companies, has entered into an agreement with Eagers to acquire a 20% equity interest in easyauto123, Eagers’ independent pre-owned car business in Australia and New Zealand (including an indirect interest in Eagers majority shareholding in Carlins Automotive Auctioneers (“Carlins”), for A\$70 million²; and**
- C. Equity raising to partly fund the Acquisition comprising a A\$50 million strategic placement to MC and a partially underwritten³ 1 for 12 pro-rata accelerated non-renounceable entitlement offer to raise approximately A\$452 million.**

On behalf of the Board of Eagers, I am delighted to advise that your Company has announced to the ASX a number of major strategic developments including a proposed significant overseas investment, proposed investments by MC in both Eagers and easyauto123, and an equity raising.

These developments mark a pivotal moment in the expansion of the Eagers' business both domestically and internationally.

¹ Purchase price of CAD\$953 million has been converted to AUD at CAD/AUD exchange ratio of 1.095 and is subject to post-completion adjustments.

² Plus 20% of the businesses’ net assets which are estimated to be A\$1.0 million at completion. The transaction is subject to a number of conditions including certain third-party approvals and consents in relation to leases and bailment financing, agreeing and implementing a restructure of the used car business into a standalone investment structure, regulatory approvals and agreeing and formalising terms for certain internal services and inventory supply arrangements that will be provided by Eagers to easyauto123 and Carlins, with completion targeted to occur in late 2025.

³ Eagers Director, Nicholas Politis, and his associated entities have committed to take up their full pro rata entitlements of approximately A\$128 million under the Entitlement Offer (**NGP Commitment**). The Entitlement Offer (other than the NGP Commitment) is underwritten.

1. Our first major offshore investment with the proposed acquisition of a 65% equity interest in CanadaOne.

Eagers has entered into an agreement to acquire a 65% equity interest in the holding company of CanadaOne from entities associated with its founder Pat Priestner. Completion of the Acquisition is subject to a number of conditions. Further information about the Acquisition is provided in Eagers' announcement and Investor Presentation lodged with ASX on Wednesday, 1 October 2025, which are available on the ASX website: www.asx.com.au (code ASX:APE).

CanadaOne is one of Canada's largest dealership groups and has a track record of strong performance. CanadaOne has an extensive network of 42 dealerships across five Canadian provinces. It is the largest Canadian retail partner to the top three selling OEMs (Toyota, Ford and General Motors) in Canada and has balanced brand representation with scope for future growth.

CanadaOne is led by a highly experienced leadership team and its founder, Pat Priestner, who is a key figure in the Canadian automotive industry and highly regarded for his entrepreneurial leadership and operational excellence.

2. We are delighted to announce that MC is making a A\$70 million⁴ strategic investment for 20% of easyauto123, as well as a A\$50 million strategic placement in Eagers.

These projects represent the first initiatives undertaken following the formation of the strategic alliance between MC and Eagers, which was announced on 11 August 2025, and has now been formalised by entering into a Strategic Partnership Agreement (SPA) with MC, consistent with the terms of the MOU previously announced.

With the investment backing of MC, Eagers intends to leverage MC's mobility expertise to create new ancillary business value within easyauto123 and utilise MC's global business partnerships to drive further growth opportunities both domestically and in overseas markets.

Under the SPA, the parties will explore and evaluate collaboration opportunities in areas of their business that have the potential to be of mutual benefit, including new vehicle dealership network and independent used car business (easyauto123 and Carlins), as well as exploring business opportunities across financial services, fleet management and lifecycle ownership solutions for new energy vehicles.

3. Equity raising comprising a A\$50 million strategic placement of new ordinary shares in Eagers ("New Shares") to MC ("Strategic Placement") and a partially underwritten⁵ 1 for 12 pro-rata accelerated non-renounceable entitlement offer to raise approximately A\$452 million ("Entitlement Offer").

These announcements are available for viewing on the Company's website www.eagersautomotive.com.au/asx-announcements or on the ASX website www.asx.com.au (code ASX:APE).

⁴ Plus 20% of the value of the net assets of the business.

⁵ Eagers Director, Nicholas Politis, and his associated entities have committed to take up their full pro rata entitlements of approximately A\$128 million under the Entitlement Offer (NGP Commitment). The Entitlement Offer (other than the NGP Commitment) is underwritten.

Entitlement Offer

Under the Entitlement Offer eligible shareholders are invited to subscribe for 1 New Share for every 12 existing Eagers shares ("**Entitlement**") held as at 7.00pm (Sydney time) on Friday, 3 October 2025.

All New Shares under the Entitlement Offer will be issued at A\$21.00 per New Share ("**Offer Price**") representing a:

- 28.4% discount to the last traded price of A\$29.32 on Tuesday, 30 September 2025
- 26.5% discount to the TERP⁶ of A\$28.57 on Tuesday, 30 September 2025
- 26.6% discount to the 5-day VWAP of A\$28.62 up to and including Tuesday, 30 September 2025

The Entitlement Offer comprises an institutional component ("**Institutional Entitlement Offer**") and a retail component ("**Retail Entitlement Offer**"). The Institutional Entitlement Offer opened yesterday, Wednesday, 1 October 2025.

Retail Entitlement Offer

The Retail Entitlement Offer opens on Wednesday, 8 October 2025 and is expected to close at 5.00pm (Sydney time) on Monday, 27 October 2025.

Eligible retail shareholders, being a registered holder of shares in the Company as at 7.00pm (Sydney time) on Friday, 3 October 2025, who have a registered address in Australia or New Zealand (or who is an institutional shareholder outside Australia who has not been treated as an eligible institutional shareholder and has been determined by the Joint Lead Managers and the Company as eligible to participate in the Retail Entitlement Offer), are not in the United States or acting for the account or benefit of a person in the United States, and who is not an eligible institutional shareholder or ineligible institutional shareholder ("**Eligible Retail Shareholders**") will be entitled to participate in the Retail Entitlement Offer on the terms and subject to the conditions in the retail offer booklet ("**Retail Offer Booklet**"). The Retail Offer Booklet is expected to be made available on Wednesday, 8 October 2025.

If you are an Eligible Retail Shareholder, you will be sent on that date instructions on how to view the Retail Offer Booklet and how to subscribe for your Entitlement – **please look out for this important correspondence.**

The Entitlement Offer is non-renounceable and Entitlements will not be tradeable on the ASX or be otherwise transferable. Shareholders who do not take up their full Entitlement will not receive any payment or value in respect of Entitlements they do not take up and their percentage equity interest in Eagers will be diluted.

Eligible Retail Shareholders (who are not Related Parties of Eagers (as defined in the ASX Listing Rules)) who take up their full Entitlement will have the opportunity to apply for additional New Shares up to the value of 50% of their Entitlement, subject to a cap per shareholder of A\$100,000, at the Offer Price ("**Top-up Facility**"). Additional New Shares will only be available under the Top-up Facility where there

⁶ TERP is the theoretical price at which Eagers shares should trade immediately after the ex-date for the Entitlement Offer. The calculation of TERP includes the total number of New Shares issued under the Entitlement Offer and MC's Placement of A\$50 million. TERP is a theoretical calculation only and the actual price at which shares trade immediately after the ex-date for the Entitlement Offer will depend on many factors and may not equate to TERP.

is a shortfall between applications received from Eligible Retail Shareholders and the number of New Shares proposed to be issued under the Retail Entitlement Offer. Eagers and the Joint Lead Managers retain the flexibility to scale back applications for additional New Shares at their sole discretion. Further details will be included in the Retail Offer Booklet.

More Information

If you have any questions about the Retail Entitlement Offer, an online chat facility will be available from Wednesday, 8 October 2025 for the duration of the offer period. For access, contact the chat line at <https://chat4.shareholdersfirst.com.au> or simply use the QR code provided below from Wednesday, 8 October 2025.



Alternatively, you can contact the Offer Information Line on 1300 043 194 (from within Australia) or +61 2 8355 1006 (from outside Australia) from Wednesday, 8 October 2025 for the duration of the offer period.

Both the chatline and Offer Information Line will be open from 9.00am to 5.00pm (Sydney time) Monday to Friday.

On behalf of the Eagers' board, I thank you for your ongoing support.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Tim Crommelin', written in a cursive style.

Tim Crommelin

Chair

Eagers Automotive Limited

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