

MARKET ANNOUNCEMENT**NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES**

Date:	8 March 2023
To:	Australian Securities Exchange
Subject:	Letter to shareholders regarding Entitlement Offer

Enclosed is a letter to be despatched later today to shareholders of carsales.com Limited (**CAR**) with a registered address in Australia and New Zealand in respect of the Entitlement Offer announced by CAR on 8 March 2023.

For further information contact:


Nicole Birman
Company Secretary

This announcement was authorised to be given to the ASX by the Company Secretary.


This letter is not a prospectus or offering document under Australian law or under any other law. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia and New Zealand. This letter is for information purposes only and does not constitute or form part of an offer, invitation, solicitation, advice or recommendation with respect to the issue, purchase or sale of any New Shares in CAR.

This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. Neither the entitlements nor the New Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (**Securities Act**), or the securities laws of any state or other jurisdiction of the United States, and the Entitlements may not be exercised or taken up or exercised by, and the New Shares may not be offered or sold to, directly or indirectly, persons in the United States or persons acting for the account or benefit of persons in the United States (to the extent such persons are acting for the account or benefit of persons in the United States). In the Retail Entitlement Offer, the entitlements may only be exercised, and the New Shares may only be offered or sold outside the United States in "offshore transactions" (as defined in Rule 902(h) under the Securities Act) in reliance on Regulation S under the Securities Act.

For all enquiries:

 **Phone:**
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

 **Online:**
www.carsalesoffer.com.au



CAR
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

SRN/HIN:

Dear Shareholder

8 March 2023

**CARSALES.COM LIMITED (ASX: CAR)
ANNOUNCEMENT OF ENTITLEMENT OFFER**

On Wednesday, 8 March 2023, carsales.com Limited (**CAR**) announced a fully underwritten pro-rata accelerated renounceable entitlement offer (with retail rights trading) of new CAR ordinary shares (**New Shares**) to raise approximately A\$500 million (**Entitlement Offer**). The Entitlement Offer comprises an offer for both institutional shareholders and eligible retail shareholders (**Eligible Retail Shareholders**) to participate (**Retail Entitlement Offer**).

If you are an Eligible Retail Shareholder, you will be able to subscribe for 1 New Share for every 14.01 existing CAR ordinary shares held on the record date of 7.00pm (Melbourne time) on Monday, 13 March 2023 (**Entitlement**) at the offer price of A\$19.95 per New Share (**Offer Price**). Fractional entitlements will be rounded up to the nearest whole number of shares.

New Shares issued under the Entitlement Offer will be fully paid and rank equally with existing CAR ordinary shares from the date of issue, however will not be entitled to receive the interim dividend announced by CAR on Monday, 13 February 2023 (ex-date Friday, 17 March 2023).

The Retail Entitlement Offer opens Wednesday, 15 March 2023 and is expected to close at 5.00pm (Melbourne time) on Thursday, 30 March 2023.

From 10.00am on Wednesday, 15 March 2023, Eligible Retail Shareholders will be able to access the Retail Entitlement Offer information booklet (setting out full details of the Retail Entitlement Offer, including important information to help Eligible Retail Shareholders understand what their options are under the Retail Entitlement Offer and decide which option to take) (**Information Booklet**) and a personalised Entitlement and Acceptance Form online at www.carsalesoffer.com.au. In addition, on Wednesday, 15 March 2023, Eligible Retail Shareholders will be sent notification by post or email (where they have elected to receive electronic communications) advising them that the offer is open and the Information Booklet and their personalised Entitlement and Acceptance Form are available to view online at www.carsalesoffer.com.au.

Entitlements may have value, so please ensure you carefully review the Information Booklet and Entitlement and Acceptance Form as you will be asked to make a selection whether to take up, transfer, sell (in each case, all or part of your Entitlement) or do nothing in respect of your Entitlement.

Further details of the Entitlement Offer are available in the announcements provided to ASX and online at www.carsalesoffer.com.au.

Further Information

For further information regarding the Retail Entitlement Offer, please call the Investor Information Line on 1300 850 505 (within Australia), or +61 3 9415 4000 (outside Australia) between 8:30am and 5:00pm (Melbourne time) Monday to Friday during the Retail Entitlement Offer period. If you have any questions, please consult your professional adviser for advice suitable to your individual circumstances.

Yours faithfully



Nicole Birman
Company Secretary
carsales.com Limited

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The provision of this document is not, and should not be considered as, financial product advice. The information in this document is general information only, and does not take into account your individual objectives, taxation position, financial situation or needs. If you are unsure of your position, please contact your accountant, tax advisor, stockbroker or other professional advisor.