

22 April 2025

Ms Vanessa Nevjestic  
Senior Adviser – Listing Compliance  
ASX Limited  
Level 40, Central Park  
152 – 158 St Georges Terrace  
PERTH WA 6000

Dear Ms Nevjestic

**Matrix Composites & Engineering Limited (ASX: MCE)**  
**Late lodgement of Appendices 3Y Change of Director's Interest Notices**

We refer to your letter dated 15 April 2025 regarding the late lodgement of the Appendices 3Y for Mr Begley and Mr Cocks (lodged 14 April 2025). Addressing the questions in your letter:

**1. Please explain why the Appendices 3Y were lodged late.**

The Appendices 3Y (relating to the lapse of unlisted options on 8 March 2025) were lodged late due to an administrative oversight. The oversight was identified when the Company was preparing its Appendices 3H for securities that had lapsed in the March quarter. Those Appendices 3H were otherwise due on 14 April 2025 and lodged on that date. In relation to the lapsed options held by Mr Begley and Mr Cocks, due to them being key management personnel, Listing Rule 3.10.3E(a)(i) required the Appendix 3H (and the corresponding Appendices 3Y under Listing Rule 3.19A) to be lodged by 14 March 2025.

**2. What arrangements does MCE have in place under Listing Rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under Listing Rule 3.19A**

The Company is satisfied that it has the necessary reporting and notification practices in place to ensure compliance with its disclosure requirements under ASX Listing Rule 3.19A.

**3. If the current arrangements are inadequate or not being enforced, what additional steps does MCE intend to take to ensure compliance with Listing Rule 3.19B?**

The Company believes that the late lodgement is an isolated incident and that its current practices are adequate to ensure compliance with the ASX Listing Rules.

Yours faithfully

**BRENDAN COCKS**  
CFO and Company Secretary

**JOHN LOUDEN**  
General Counsel & Company Secretary



15 April 2025

Reference: ODIN108332

Mr Brendan Cocks & Mr John Louden  
Joint-company Secretaries  
Matrix Composites & Engineering Limited  
PO Box 87  
Wattleup, Western Australia 6166

By email: [brendan.cocks@matrixengineered.com](mailto:brendan.cocks@matrixengineered.com)  
[john.louden@matrixengineered.com](mailto:john.louden@matrixengineered.com)

Dear Mr Cocks and Mr Louden

**Matrix Composites & Engineering Limited ('MCE'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. MCE's Appendices 3Y lodged on the ASX Market Announcements Platform ('MAP') on 14 April 2025 for Mr Aaron Begley and Mr Brendan Cocks (the 'Notices');
2. Listing Rule 3.19A which requires an entity to tell ASX the following:

3.19A.1 *'The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.*

- *On the date that the entity is admitted to the official list.*
- *On the date that a director is appointed.*

*The entity must complete Appendix 3X and give it to ASX no more than 5 business days after the entity's admission or a director's appointment.*

3.19A.2 *A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs.*

3.19A.3 *The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.'*

3. Listing rule 3.19B which states that:

*'An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.'*

The Notices indicates that a change in Mr Begley's and Mr Cocks' notifiable interests occurred on 8 March 2025. It appears that the Notices should have been lodged with ASX by 14 March 2025. Consequently, MCE may have

breached Listing Rules 3.19A and/or 3.19B. It also appears that Mr Begley and Mr Cocks may have breached section 205G of the *Corporations Act 2001* (Cth).

### Request for Information

Under Listing Rule 18.7, we ask that you answer each of the following questions having regard to Listing Rules 3.19A and 3.19B and *Guidance Note 22: Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*.

1. Please explain why the Appendices 3Y were lodged late.
2. What arrangements does MCE have in place under Listing Rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under Listing Rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does MCE intend to take to ensure compliance with Listing Rule 3.19B?

### When and where to send your response

This request is made under Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **9:00 AM AWST Tuesday, 22 April 2025**. You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, MCE's obligation is to disclose the information 'immediately'. This may require the information to be disclosed before the deadline set out in the previous paragraph and may require MCE to request a trading halt immediately.

Your response should be sent to me by e-mail at [ListingsCompliancePerth@asx.com.au](mailto:ListingsCompliancePerth@asx.com.au). It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

### Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in MCE's securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted. You can find further information about trading halts in *Guidance Note 16 Trading Halts & Voluntary Suspensions*.

### Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in MCE's securities under Listing Rule 17.3.

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**Listing Rules 3.1 and 3.1A**

In responding to this letter, you should have regard to MCE's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure*: Listing Rules 3.1 – 3.1B. It should be noted that MCE's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

**Release of correspondence between ASX and entity**

ASX reserves the right to release all or any part of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A.

Yours sincerely

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ASX Compliance