



Pinsent Masons

LODGED VIA ASX ONLINE

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ASX Limited
Exchange Centre
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Sydney NSW 2000

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Partner

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FOR IMMEDIATE RELEASE TO THE MARKET

28 April 2025

ELPH INVESTMENTS PTY LTD'S OFF-MARKET TAKEOVER BID FOR ENGENCO LIMITED – COMPLETION OF DISPATCH OF BIDDER'S STATEMENT

Dear Sir / Madam

We act for Elph Investments Pty Ltd ABN 72 127 213 807 (**Elph Investments**) in relation to its off-market takeover bid under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all of the ordinary shares in Engenco Limited ABN 99 120 432 144 (ASX:EGN) (the **Takeover Bid**).

In accordance with item 8 of section 633(1) of the Corporations Act, we enclose by way of service, a notice stating that Elph Investments has today completed dispatch of its bidder's statement dated 7 April 2025, which includes an offer dated 28 April 2025 in relation to its Takeover Bid, to all applicable Engenco shareholders.

Yours faithfully
James Stewart
Partner
Pinsent Masons

This letter is sent electronically and so is unsigned

Pinsent Masons

Level 32 Gateway Tower 1 Macquarie Place Sydney NSW 2000

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Elph Investments Pty Ltd
ABN 72 127 213 807

Notice under items 7, 8 and 9 of section 633(1) of the *Corporations Act 2001* (Cth)

Notice of completion of sending of Bidder's Statement and Offers

To: **Engenco Limited ABN 99 120 432 144**

ASX Limited ABN 98 008 624 691

Australian Securities and Investments Commission

For the purposes of items 7, 8 and 9 of section 633(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**), Elph Investments Pty Ltd ABN 72 127 213 807 (**Elph Investments**) hereby gives notice that it has today completed dispatch of its bidder's statement dated 7 April 2025 (**Bidder's Statement**), which includes an offer dated 28 April 2025, in relation to its off-market takeover bid for all of the ordinary shares in Engenco Limited ABN 99 120 432 144 (ASX:EGN) (**Engenco**), to each person registered as a holder of ordinary shares in Engenco as at 7:00pm (Sydney time) on 7 April 2025, being the date set by Elph Investments under section 633(2) of the *Corporations Act* (**Relevant Offerees**).

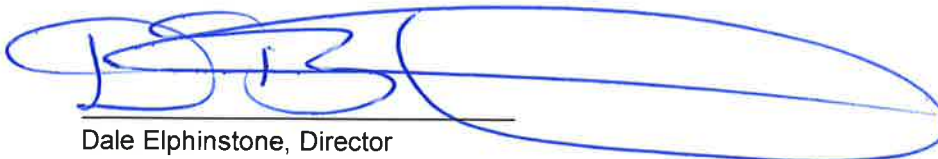
In accordance with section 110D of the *Corporations Act*, the Bidder's Statement has been dispatched to the Relevant Offerees by the following means:

- Engenco shareholders who have provided Engenco with an electronic address for the purposes of receiving electronic copies of shareholder communications have been sent to their electronic address an email providing a link to an electronic copy of the Bidder's Statement (**Electronic Letter**); and
- Engenco shareholders who have not provided Engenco with an electronic address for the purposes of receiving electronic shareholder communications have been sent to their registered postal address a physical copy of the Bidder's Statement, together with cover letter providing a link to an electronic copy of Bidder's Statement (**Cover Letter**).

Enclosed is a copy of the Electronic Letter and Cover Letter sent to the Relevant Offerees.

Date: 28 April 2025

Signed for and on behalf of Elph Investments Pty Ltd ABN 72 127 213 807 by:



Dale Elphinstone, Director

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ELPH INVESTMENTS PTY LTD OFF-MARKET TAKEOVER BID FOR ENGENCO LIMITED

Dear Engenco Shareholder,

We refer to the off-market takeover bid by Elph Investments Pty Ltd (**Elph Investments**), a member of the Elphinstone Group, under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) to acquire all of the fully paid ordinary shares in Engenco Limited (ASX: EGN) (**Engenco**) (**Offer**).

Subject to the terms of the Offer, Elph Investments is pleased to present to you an all cash offer to acquire all of your Engenco Shares at an Offer Price of \$0.305 cash per Engenco Share.

IMPORTANT INFORMATION

In accordance with section 110D of the Corporations Act the purpose of this electronic communication is to provide instructions as to how you can access the bidder's statement lodged by Elph Investments with the Australian Securities and Investments Commission on 7 April 2025 in connection with the Offer (**Bidder's Statement**).

The Bidder's Statement is being provided to you pursuant to item 6 of section 633(1) of the Corporations Act and sets out the details of the Offer, including the terms and conditions of accepting the Offer. The Bidder's Statement also includes important information about holding securities in Engenco, including risks associated with Engenco and the Offer.

We urge you to read all of the Bidder's Statement carefully, and then to **ACCEPT** the Offer as soon as possible.

The Offer opened on **Monday, 28 April 2025** and is scheduled to close at **7:00pm (Sydney time) on Friday, 30 May 2025** (unless extended or withdrawn as permitted by the Corporations Act) (**Closing Date**).

Where can I access the Bidder's Statement?

Online

The Bidder's Statement can be downloaded by clicking [here](#).

Paper

Request a hard copy of the Bidder's Statement by calling the Elphinstone Offer Information Line which can be reached by phone on 1300 441 607 (within Australia) or +61 2 7250 6677 (outside Australia), or by email to hello@automicgroup.com.au.

How do I ACCEPT the Offer?

To ACCEPT the Offer, you should follow the instructions in section 9.3 of the Bidder's Statement and on the Acceptance Form. You are able to accept the Offer online by visiting <https://investor.automic.com.au/#/home> and following the instructions below:

1. Click "Register" then select "Engenco Takeover Offer" from the dropdown list in the Issuer Name Field.
2. Enter your Holder Identification Number (HIN) / Securityholder Reference Number (SRN) as shown on the top of your most recent holding statement.
3. Enter your postcode OR country of residence (only if outside Australia).
4. Tick the box "I'm not a robot" and then select "Next".
5. Complete the prompts to set up your username and password details.
6. Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.

If you already have an online account with Automic and want to ACCEPT the Offer online, you can simply log in, select "Offers" from the left-hand vertical menu and follow the prompts. **Please note that issuer sponsored holders with an existing account will need to click the "add holdings" button once you have logged in, select "Engenco Takeover Offer" from the dropdown list, and follow the prompts.**

How do I access an Acceptance Form?

To download your personalised Acceptance Form, follow the instructions below:

1. click on the link of your holder name: [\[HolderNameDesignator\]](#)
2. enter the postcode (Australian address) or select the country (overseas address) relevant to your holding;
3. tick the box next to "I'm not a robot" and click on the "access" button; and

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- click on the download symbol beside the Acceptance Form.

Enquiries

If you have any questions in relation to the Bidder's Statement or the Offer, please call the Elphinstone Offer Information Line on 1300 441 607 (within Australia) or +61 2 7250 6677 (outside Australia).

The Elphinstone Offer Information Line will be open from 8:30am to 7:00pm (Sydney time), Monday through Friday (excluding public holidays) during the offer period.

Yours sincerely

The Board of Directors
Elph Investments Pty Ltd



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ELPH INVESTMENTS PTY LTD

ABN 72 127 213 807

«Registration_Details_Line_1»
«Registration_Details_Line_2»
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«Registration_Details_Line_4»
«Registration_Details_Line_5»
«Registration_Details_Line_6»

Elph Investments Pty Ltd

141-143 Wilson Street, Burnie TAS 7320

28 April 2025

Dear Engenco Shareholder,

RE: ELPH INVESTMENTS PTY LTD OFF-MARKET TAKEOVER BID FOR ENGENCO LIMITED

We refer to the off-market takeover bid by Elph Investments Pty Ltd (**Elph Investments**), a member of the Elphinstone Group, under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) to acquire all of the fully paid ordinary shares in Engenco Limited (ASX: EGN) (**Engenco**) (**Offer**).

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IMPORTANT INFORMATION

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The Bidder's Statement is provided to you pursuant to item 6 of section 633(1) of the Corporations Act and sets out the details of the Offer, including the terms and conditions of accepting the Offer. The Bidder's Statement also includes important information about holding securities in Engenco, including risks associated with Engenco and the Offer.

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**BIDDER'S STATEMENT – ONLINE VERSION**

The Bidder's Statement, along with your personalised Acceptance Form, can also be viewed and downloaded by following the steps in one of these options:

I already have an online account with the Automic Share Registry	Visit: https://investor.automic.com.au <ol style="list-style-type: none">1. Select: "Existing Users Sign In".2. Once you have successfully signed in, click on "Documents and Statements". Please note that issuer sponsored holders (Securityholder Reference Number commencing with an 'I') with an existing account will need to click the "add holdings" button once you have logged in, select "Engenco Takeover Offer" from the dropdown list and follow the prompts.
I don't have an online account with the Automic Share Registry	Visit: https://investor.automic.com.au/#/signup <ol style="list-style-type: none">1. Click "Register" then select "Engenco Takeover Offer" from the dropdown list in the Issuer Name Field.2. Enter your Holder Reference Number (HIN/SRN) as shown on the top of your most recent holding statement.3. Enter your postcode OR country of residence (only if outside Australia).4. Tick the box "I'm not a robot" and then select "Next".5. Once you have successfully signed in, click on "Documents and Statements".

HOW DO I ACCEPT THE OFFER?

To **ACCEPT** the Offer, you should follow the instructions in section 9.3 of the Bidder's Statement and on the Acceptance Form. You can **ACCEPT** the Offer by either accepting the Offer online, or by completing and returning the enclosed Acceptance Form.

Online acceptance

To **ACCEPT** the Offer online, go to <https://investor.automic.com.au/#/home> and follow the instructions below:

1. Click "Register" then select "Engenco Takeover Offer" from the dropdown list in the Issuer Name Field.
2. Enter your Holder Identification Number (HIN) / Securityholder Reference Number (SRN) as shown on the top of your most recent holding statement.
3. Enter your postcode OR country of residence (only if outside Australia).
4. Tick the box "I'm not a robot" and then select "Next".
5. Complete the prompts to set up your username and password details
6. Once you are logged in, select "Offers" from the left-hand vertical menu and follow the prompts.



ELPHINSTONE

Elph Investments Pty Ltd

If you already have an online account with Automic and want to **ACCEPT** the Offer online, you can simply log in, select “Offers” from the left-hand vertical menu and follow the prompts. **Please note that issuer sponsored holders with an existing account will need to click the “add holdings” button once you have logged in, select “Engenco Takeover Offer” from the dropdown list, and follow the prompts.**

If you would like any assistance with accepting the Offer online, please do not hesitate to call the Elphinstone Offer Information Line (contact numbers below).

Postal acceptance

To **ACCEPT** the Offer by post, please complete the Acceptance Form enclosed with this letter and:

- if you hold your Engenco Shares via a broker on the CHESSE sub-register (i.e. you have a Holder Identification Number (HIN)), mail it either to your broker or directly to Automic at the address below; or
- if you hold your shares directly with Engenco on the issuer sponsored sub-register (i.e. you have a Securityholder Reference Number (SRN)), mail the completed Acceptance Form directly to Automic at the address below.

Automic Group
GPO Box 5193
Sydney NSW 2001

Please use the enclosed pre-paid envelope if you choose to **ACCEPT** the Offer by post.

Your completed Acceptance Form (together with all documents required by the instructions on the Acceptance Form) must be received by Automic at the address above before 7.00pm (Sydney time) on 30 May 2025 (unless the Offer is extended). Keep in mind potential postage timeframes if you choose to ACCEPT the Offer by post instead of accepting the Offer online.

If you would like any assistance with accepting the Offer by mailing in the Acceptance Form, please do not hesitate to call the Elphinstone Offer Information Line (contact numbers below).

ENQUIRIES

If you have any questions in relation to the Bidder's Statement or the Offer, please call the Elphinstone Offer Information Line on 1300 441 607 (within Australia) or +61 2 7250 6677 (outside Australia).

The Elphinstone Offer Information Line will be open from 8:30am to 7:00pm (Sydney time), Monday through Friday (excluding public holidays) during the offer period.

Yours sincerely

The Board of Directors
Elph Investments Pty Ltd

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