

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Engenco Limited (Engenco)

ACN/ARSN 120 432 144

**1. Details of substantial holder (1)**

Name Elph Investments Pty Ltd (ACN 127 213 807), Elph Pty Ltd (ACN 070 012 252), Elphinstone Holdings Pty Ltd (ACN 009 508 105), Elphinstone Nominees Pty Ltd (ACN 009 519 206) and Dale Brendon Elphinstone (together, the **Elphinstone Group**)

ACN/ARSN (if applicable) See above

There was a change in the interests of the substantial holder on Refer to Annexure A

The previous notice was given to the company on 16 May 2025

The previous notice was dated 16 May 2025

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	223,307,022	70.67%	227,532,803	72.01%

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Refer to Annexure A	Dale Brendon Elphinstone and each Elphinstone Group member	Acquisition of relevant interest pursuant to contracts arising as a result of acceptances of the off-market takeover bid made by Elph Investments Pty Ltd, as set out in the Bidder's Statement dated 7 April 2025 and the Supplementary Bidder's Statement dated 4 June 2025 ( <b>Offer</b> )	\$0.31 per ordinary share, subject to the terms of the Offer	4,225,781 ordinary shares	4,225,781

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Elph Investments Pty Ltd	Elph Pty Ltd	Elph Pty Ltd	Holder of relevant interest by virtue of section 608(8) of the Corporations Act as a result of the implicit and informal agreement and practice between Elph Investments Pty Ltd and Elph Pty Ltd as to how Elph Pty Ltd will deal with its Engenco shares	99,306,667 ordinary shares	99,306,667
	Elph Investments Pty Ltd	Elph Investments Pty Ltd	Registered holder of relevant securities	117,248,040 ordinary shares	117,248,040
	Engenco shareholders who have accepted the Offer	Elph Investments Pty Ltd, subject to the terms of the Offer	Holder of relevant interest by virtue of section 608(1) of the Corporations Act as a result of acceptance of the Offer	10,978,096 ordinary shares	10,978,096
Elph Pty Ltd	Elph Pty Ltd	Elph Pty Ltd	Registered holder of relevant securities	99,306,667 ordinary shares	99,306,667
	Elph Investments Pty Ltd	Elph Investments Pty Ltd	Holder of relevant interest by virtue of section 608(8) of the Corporations Act as a result of the implicit and informal agreement and practice between Elph Investments Pty Ltd and Elph Pty Ltd as to how Elph Investments Pty Ltd will deal with its Engenco shares	117,248,040 ordinary shares	117,248,040
	Engenco shareholders who have accepted the Offer	Elph Investments Pty Ltd, subject to the terms of the Offer	Holder of relevant interest by virtue of section 608(8) of the Corporations Act as a result of the implicit and informal agreement and practice between Elph Investments Pty Ltd and Elph Pty Ltd as to how Elph Investments Pty Ltd will deal with its Engenco shares	10,978,096 ordinary shares	10,978,096
Elphinstone Holdings Pty Ltd	Elph Pty Ltd	Elph Pty Ltd	Holder of relevant interest by virtue of section 608(3)(a) of the Corporations Act	99,306,667 ordinary shares	99,306,667
	Elph Investments Pty Ltd	Elph Investments Pty Ltd	Holder of relevant interest by virtue of sections 608(3)(a) and section 608(8) of the Corporations Act as a result of the implicit and informal agreement and practice between Elph Investments Pty Ltd and Elph Pty Ltd as to how Elph Investments Pty Ltd will deal with its Engenco shares	117,248,040 ordinary shares	117,248,040

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	Engenco shareholders who have accepted the Offer	Elph Investments Pty Ltd, subject to the terms of the Offer	Holder of relevant interest by virtue of sections 608(3)(a) and section 608(8) of the Corporations Act as a result of the implicit and informal agreement and practice between Elph Investments Pty Ltd and Elph Pty Ltd as to how Elph Investments Pty Ltd will deal with its Engenco shares	10,978,096 ordinary shares	10,978,096
Elphinstone Nominees Pty Ltd	Elph Pty Ltd	Elph Pty Ltd	Holder of relevant interest by virtue of section 608(3)(b) of the Corporations Act	99,306,667 ordinary shares	99,306,667
	Elph Investments Pty Ltd	Elph Investments Pty Ltd	Holder of relevant interest by virtue of section 608(3)(a) of the Corporations Act	117,248,040 ordinary shares	117,248,040
	Engenco shareholders who have accepted the Offer	Elph Investments Pty Ltd, subject to the terms of the Offer	Holder of relevant interest by virtue of section 608(3)(a) of the Corporations Act	10,978,096 ordinary shares	10,978,096
Dale Brendon Elphinstone	Elph Pty Ltd	Elph Pty Ltd	Holder of relevant interest by virtue of section 608(3)(b) of the Corporations Act	99,306,667 ordinary shares	99,306,667
	Elph Investments Pty Ltd	Elph Investments Pty Ltd	Holder of relevant interest by virtue of section 608(3)(b) of the Corporations Act	117,248,040 ordinary shares	117,248,040
	Engenco shareholders who have accepted the Offer	Elph Investments Pty Ltd, subject to the terms of the Offer	Holder of relevant interest by virtue of section 608(3)(b) of the Corporations Act	10,978,096 ordinary shares	10,978,096

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

#### 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Elphinstone Group	141-143 Wilson Street, Burnie TAS 7320

**Signature**

print name Peter Hansen

capacity Company secretary

sign here



date

5 June 2025

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## ANNEXURE A

### Details of acceptances

This is Annexure A referred to in the ASIC Form 604 (Notice of change of interests of substantial holder), signed by me and dated 5 June 2025.



Peter Hansen, Company Secretary

Date of Change	Number of Ordinary Shares
16 May 2025	241,763
19 May 2025	237,579
20 May 2025	199,653
21 May 2025	395,907
22 May 2025	338,551
23 May 2025	74,856
26 May 2025	615,951
27 May 2025	193,341
28 May 2025	10,421
29 May 2025	81,400
30 May 2025	300,913
2 June 2025	23,814
3 June 2025	2,807
4 June 2025	1,508,825

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