

AIH enters into exclusivity deed in relation to potential acquisition of Matrix Composites & Engineering Ltd

Advanced Innergy Holdings Limited ACN 687 262 479 (ASX:AIH) (**AIH**) today announces that it has entered into an exclusivity deed (**Exclusivity Deed**) with Matrix Composites & Engineering Ltd (ASX: MCE) (**MCE**) following the submission of its non-binding indicative offer (**NBIO**) to acquire all of the ordinary MCE shares on issue for \$0.40 cash per MCE share by way of a scheme of arrangement (**Proposed Transaction**) as announced to ASX on 30 March 2026.

The Proposed Transaction is a key part of AIH's strategy to build a market leading technical buoyancy and subsea ancillaries platform and establish its manufacturing presence in the Asia-Pacific region.

The Exclusivity Deed grants AIH the opportunity to negotiate and agree binding terms with MCE on an exclusive basis until 28 April 2026 (or such later date as the parties agree in writing). The Exclusivity Deed contains customary exclusivity restrictions on MCE, including "no shop", "no talk" and "no due diligence" and "notification" obligations. The Exclusivity Deed also provides AIH with a matching right should a competing proposal to acquire MCE arise. No fiduciary exception applies to these obligations for the entirety of the initial exclusivity period (unless it is subsequently extended). For further details, please refer to MCE's announcement released earlier today regarding the Exclusivity Deed.

The Proposed Transaction is non-binding at this stage and remains subject to the agreement of binding documentation as well as final approval of the AIH Board (among other matters). Accordingly, there is no certainty that the Proposed Transaction will proceed.

AIH will keep the market informed of material developments in respect of the Proposed Transaction in accordance with its continuous disclosure obligations.

--- ENDS ---

Authorised for ASX release by the Board of Directors of Advanced Innergy Holdings Ltd.

For further information, please contact:

Advanced Innergy Holdings Ltd

Andrew Bennion (CEO)

investors@aisltd.com

NWR Communications

Simon Hinsley (Executive Director)

simon@nwrcommunications.com.au

About Advanced Innergy Holdings Ltd

Advanced Innergy Holdings Ltd (ASX:AIH) (AIH), is a global leader in materials science technology for the protection of critical infrastructure. It develops, manufactures and installs high performance solutions



Advanced Innergy Holdings Ltd ASX:AIH

ASX ANNOUNCEMENT

7 April 2026

used in hazardous and highly regulated environments. Its products are trusted across mission critical energy, emerging technology, transport, marine, defence and industrial applications. AIH holds over 200 granted and pending patents and over 90 active type approvals globally. The Group operates across 15 countries and employs approximately 800 staff.

www.aisltd.com

Advanced Innergy Holdings Ltd

Registered in Australia ACN: 687 262 479

Registered Office: Level 8, 210 George Street, Sydney, NSW 2000, Australia

ME_962362093_2

For personal use only