

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Matrix Composites and Engineering LtdACN/ARSN ACN 009 435 250**1. Details of substantial holder(1)**Name Samuel Terry Asset Management Pty Ltd ("STAM") atf Samuel Terry Absolute Return FundACN/ARSN (if applicable) STAM ACN: 108 611 785There was a change in the interests of the
substantial holder on / / **3-3-23**The previous notice was given to the company on / / **9-3-20**The previous notice was dated / / **9-3-20****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 a 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)
ORD	8,520,119	8.3%	24,598,678	11.3%*

*Based on 218.1m shares outstanding following completion of underwritten rights issue - as announced to ASX on 1-3-23

3. Changes in relevant interests

See Annexure B

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

4. Present relevant interests

See Annexure A

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

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
M Conway Investments Pty Ltd	no longer an associate of STAM

6. Addresses

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

See Appendix C

Name	Address

Signature

print name **Ouafaa Karim** capacity **Company Secretary**

sign here  date **8 / 3 / 23**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg, if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Samuel Terry Asset Management Pty Ltd (“STAM”)
ACN: 108 611 785
www.samuelterry.com.au

Annexures to Form 604
Matrix Composites and Engineering Limited
ACN 009 435 250

Annexure A

Holder of Relevant Interest	Registered holder of securities	Person Entitled to be Registered as Holder	Nature of Relevant Interest	Number of ORD shares and votes
STAM	JP Morgan Nominees Australia Ltd (“JPM”).	JP Morgan Nominees Australia Ltd as sub-custodian of the Samuel Terry Absolute Return Fund.	STAM controls the securities as trustee of, and by virtue of a management agreement with the Samuel Terry Absolute Return Fund (“STAR Fund”).	24,571,178
Mitch Taylor	Mitch Taylor	Mitch Taylor atf MC Superfund	Direct. Mitch Taylor is an associate of STAM	27,500
Total				24,598,678

Annexure B

Changes in relevant interests

Person	Date	Nature of Change	Consideration	Number of ORD shares and Votes
STAM	17-Mar-20	On-market Buy	\$1,239.79	21,341
STAM	18-Mar-20	On-market Buy	\$18,529.15	6,165
STAM	30-Nov-21	Placement	\$307,108.16	92,139
STAM	17-Jan-22	Placement	\$492,891.84	1,919,426
STAM	7-Mar-23	Placement / accelerated rights issue participation	\$2,447,248.44	8,740,173
STAM	3-Mar-23	On-Market Buy	\$759,395.70	2,490,082

Annexure C

Addresses

- STAM, STAR Fund, Mitch Taylor: PO Box R1743, Royal Exchange 1225.
- JPM – 85 Castlereagh St Sydney NSW 2000.

These pages comprise the Annexures A, B and C referred to in Form 604, Notice of change of interests of substantial holder.



Ouafaa Karim – Company Secretary STAM. 8-3-23