



LODGED VIA ASX ONLINE

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FOR IMMEDIATE RELEASE TO THE MARKET

23 May 2025

**ELPH INVESTMENTS PTY LTD'S OFF-MARKET TAKEOVER BID FOR ENGENCO LIMITED
– EXTENSION OF OFFER PERIOD - NOTICE OF VARIATION OF OFFER AND NEW DATE
FOR GIVING NOTICE OF STATUS OF CONDITIONS**

Dear Sir / Madam

We act for Elph Investments Pty Ltd ABN 72 127 213 807 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) (**Engenco**) (the **Offer**).

We enclose for release to the ASX a notice of variation of the Offer extending the Offer period so that the Offer will remain open for acceptance until 7:00pm (Sydney time) on 27 June 2025 (unless further extended or withdrawn). A copy of the notice was today lodged with ASIC in accordance with section 650D(1)(b) of the Corporations Act and given to Engenco in accordance with section 650D(1)(c)(i) of the Corporations Act. A copy of the notice will also be sent to each person entitled to receive a copy in accordance with sections 650D(1)(c)(ii) and 650D(2) of the Corporations Act (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*).

In accordance with section 630(5)(b) of the Corporations Act we also enclose a notice under section 630(2)(b) postponing the date for giving notice of status of conditions. A copy of the notice was given to Engenco today in accordance with section 630(5)(a) of the Corporations Act.

Yours faithfully
James Stewart
Partner
Pinsent Masons

This letter is sent electronically and so is unsigned

Pinsent Masons

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Elph Investments Pty Ltd

ABN 72 127 213 807

Notice under section 650D of the *Corporations Act 2001* (Cth)

Variation of Offer – extension of Offer Period

To: **Australian Securities and Investment Commission**

Engenco Limited ABN 99 120 432 144

ASX Limited ABN 98 008 624 691

Each person entitled to receive a copy of this notice pursuant to sections 650D(1)(c)(ii) and 650D(2) of the *Corporations Act* (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*)

This is a notice given by Elph Investments Pty Ltd ABN 72 127 213 807 (**Elph Investments**), in accordance with section 650D of the *Corporations Act 2001* (Cth) (**Corporations Act**) (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683* (**ASIC Instrument 2023/683**)), in relation to its off-market takeover bid to acquire all of the ordinary shares in Engenco Limited ABN 99 120 432 144 (ASX:EGN) (**Engenco**), the terms of which are contained in its bidder's statement (**Bidder's Statement**) dated 7 April 2025 (**Offer**).

Unless the context requires otherwise, capitalised terms not defined in this notice have the same meaning given in the Bidder's Statement.

Extension of Offer Period

In accordance with sections 650C(1) and 650D(1) of the *Corporations Act* (as modified by *ASIC Instrument 2023/683*), Elph Investments has varied the Offer by:

1. extending the Offer Period so that the Offer will remain open for acceptance until 7:00pm (Sydney time) on 27 June 2025 (unless further extended or withdrawn); and
2. substituting "30 May 2025" with "27 June 2025" in all places it appears (or is deemed to appear) in the Bidder's Statement, the Acceptance Forms enclosed with the Bidder's Statement and in all other instances where "30 May 2025" appears (or is deemed to appear) as the closing date of the Offer.

No changes to other terms of the Offer

Except for the variation to extend the Offer Period set out in this notice, the terms of the Offer remain the same.

Authorisation

This notice has been approved by a resolution passed by the directors of Elph Investments Pty Ltd ABN 72 127 213 807 in accordance with section 650D(3A)(a)(i) of the *Corporations Act* (as inserted by *ASIC Instrument 2023/683*).

ASIC Disclaimer

A copy of this notice was lodged with ASIC on 23 May 2025. ASIC takes no responsibility for the contents of this notice.

Date: 23 May 2025

Elph Investments Pty Ltd

ABN 72 127 213 807

Notice under section 630(2)(b) of the *Corporations Act 2001* (Cth)

New date for giving notice of status of conditions

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

ASX Limited ABN 98 008 624 691

This notice is given under 630(2)(b) of the *Corporations Act 2001* (Cth) (**Corporations Act**) by Elph Investments Pty Ltd ABN 72 127 213 807 (**Elph Investments**) in accordance with section 630(5) in relation to its off-market takeover bid to acquire all of the ordinary shares in Engenco Limited ABN 99 120 432 144 (ASX:EGN) (**Engenco**) (the **Offer**), the terms of which are contained in its bidder's statement dated 7 April 2025 (the **Bidder's Statement**).

Unless the context requires otherwise, capitalised terms not defined in this notice have the same meaning given in the Bidder's Statement.

On 23 May 2025, Elph Investments varied the Offer by extending the Offer Period so that the Offer will remain open for acceptance until 7:00pm (Sydney time) on 27 June 2025 (unless further extended or withdrawn).

Elph Investments hereby gives notice that:

- as a result of the extension of the Offer Period, the new date for giving notice of the status of the Conditions is 20 June 2025. Accordingly, the reference to "23 May 2025" in section 9.8.5 of the Bidder's Statement as the date for giving the notice of the status of Conditions is substituted with "20 June 2025"; and
- as at the date of this notice:
 - the Offer and each contract resulting from acceptance of the Offer has not been freed from any of the Conditions set out in section 9.7 of the Bidder's Statement; and
 - as far as Elph Investments is aware, none of the Conditions set out in section 9.7 of the Bidder's Statement have been fulfilled and accordingly, the Offer and each contract resulting from acceptance of the Offer remains subject to each Condition set out in section 9.7 of the Bidder's Statement.

Date: 23 May 2025

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



Peter Hansen, Company Secretary