



LODGED VIA ASX ONLINE

Market Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

James Stewart
Partner

T +61 2 9062 9052
E James.Stewart@pinsentmasons.com

FOR IMMEDIATE RELEASE TO THE MARKET

18 June 2025

**ELPH INVESTMENTS PTY LTD'S OFF-MARKET TAKEOVER BID FOR ENGenco LIMITED
– NOTICE FREEING OFFER FROM ALL DEFEATING 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 terms of which are contained in the bidder's statement dated 7 April 2025, as supplemented by its first supplementary bidder's statement dated 5 June 2025 (the **Bidder's Statement**) (the **Offer**).

We enclose, in accordance with section 650F(3)(a) of the Corporations Act, a notice declaring the Offer free from all defeating conditions. A copy of the notice was given to Engenco today in accordance with section 650F(1) of the Corporations Act (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*).

The Offer is now unconditional, and payment of the Offer consideration will be dispatched to Engenco Shareholders who have accepted the Offer in accordance with the timeframes detailed in section 9.9 of the Bidder's Statement.

The Offer is scheduled to close at 7:00pm (Sydney time) on 27 June 2025 (unless further extended or withdrawn).

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

T +61 2 8024 2800 F +61 2 8024 2801

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Elph Investments Pty Ltd

ABN 72 127 213 807

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

Freeing of Offer from defeating conditions

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

ASX Limited ABN 98 008 624 691

This is a notice given by Elph Investments Pty Ltd ABN 72 127 213 807 (**Elph Investments**), in accordance with section 650F 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 dated 7 April 2025, as supplemented by its first supplementary bidder's statement dated 4 June 2025 (**Bidder's Statement**) (**Offer**).

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

For the purposes of section 650F of the *Corporations Act* (as modified by ASIC Instrument 2023/683), Elph Investments gives notice declaring that:

1. the Offer, and each contract resulting from acceptance of the Offer, are free from all the Conditions detailed in Section 9.7 of the Bidder's Statement. Accordingly, the Offer is now unconditional; and
2. as at the date of this notice, Elph Investments' voting power in Engenco is 91.74%.

Date: 18 June 2025

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



Peter Hansen, Company Secretary