

26 August 2022

Online lodgement

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FOR IMMEDIATE RELEASE TO THE MARKET

Dear Madam/Sir

Second Supplementary Bidder's Statement – Thiess Group Investments Pty Limited's off-market takeover bid for MACA Limited

We act for Thiess Group Investments Pty Limited ACN 659 649 055 (**TGI**) and have been authorised by the board of TGI to provide this release.

We refer to the replacement bidder's statement dated 8 August 2022 as supplemented by the first supplementary bidder's statement dated 8 August 2022 in relation to TGI's off-market takeover bid for all of the ordinary shares in MACA Ltd ACN 144 745 782 (**MACA**).

We enclose in accordance with section 647(3)(a)(ii) of the Corporations Act 2001 (Cth) (as inserted by ASIC Class Order [CO 13/528]), a copy of TGI's second supplementary bidder's statement dated 26 August 2022 (**Second Supplementary Bidder's Statement**).

A copy of the Second Supplementary Bidder's Statement was sent to MACA today.

Yours faithfully



Michael Gajic
Partner
Squire Patton Boggs (AU)

Ashley Rose
Partner
Squire Patton Boggs (AU)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION
YOU SHOULD READ THIS DOCUMENT IN ITS ENTIRETY. IF YOU ARE IN ANY
DOUBT AS TO HOW TO DEAL WITH IT, YOU SHOULD CONSULT YOUR LEGAL,
FINANCIAL OR OTHER PROFESSIONAL ADVISER AS SOON AS POSSIBLE.

THIESS

SECOND SUPPLEMENTARY BIDDER'S STATEMENT

The MACA Board unanimously **RECOMMENDS** that you
ACCEPT
in the absence of a superior proposal

the Cash Offer by

Thiess Group Investments Pty Ltd ACN 659 649 055
TO ACQUIRE ALL OF YOUR ORDINARY SHARES IN
MACA Limited ACN 144 745 782

FOR \$1.025 CASH FOR EACH MACA SHARE

Please call 1800 990 475 (for calls made within Australia) or +61 1800 990 475 (for calls made from outside Australia) from Monday to Friday between 8:30am and 5:30pm (Sydney, Australia time) if you require assistance with your acceptance.

Financial Advisers



Legal Adviser



Second Supplementary Bidder's Statement

1. Introduction

This document is a second supplementary bidder's statement under section 643 of the *Corporations Act 2001* (Cth). It is the second supplementary Bidder's Statement (**Second Supplementary Bidder's Statement**) issued by Thiess Group Investments Pty Ltd ACN 659 649 055 (**Bidder**) in relation to the Bidder's off-market takeover offer to acquire all of the ordinary shares in MACA Limited ACN 144 745 782 (**MACA**) contained in the Bidder's Statement dated 26 July 2022 and lodged with the Australian Securities and Investments Commission (**ASIC**) on 26 July 2022 (**Original Bidder's Statement**) as supplemented by the Bidder's first supplementary Bidder's Statement dated 8 August 2022 (**First Supplementary Bidder's Statement**).

This Second Supplementary Bidder's Statement supplements, and should be read together with, the First Supplementary Bidder's Statement and the Bidder's replacement Bidder's Statement dated 8 August 2022 (**Replacement Bidder's Statement**) which replaced the Original Bidder's Statement.

This Second Supplementary Bidder's Statement will prevail to the extent of any inconsistency with the First Supplementary Bidder's Statement and the Replacement Bidder's Statement.

2. Other Notices

Unless the context otherwise requires, terms defined in the Replacement Bidder's Statement have the same meaning as in this Second Supplementary Bidder's Statement.

A copy of this Second Supplementary Bidder's Statement was lodged with ASIC on 26 August 2022. Neither ASIC nor any of its officers takes any responsibility for the contents of this Bidder's Statement.

3. Supplementary Information

No objection from ACCC Condition fulfilled

The Bidder is pleased to advise that the Condition set out in section 9.9(a)(ii) of the Replacement Bidder's Statement (**No objection from ACCC Condition**) has been fulfilled (so that the Offer has become free of that Condition). All other conditions remain in full force and effect.

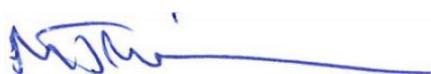
Annexure A includes a copy of the formal notice under section 630(4) of the *Corporations Act* in respect of the fulfilment of the 'No objection from ACCC Condition'.

4. Approval of the Second Supplementary Bidder's Statement

This Second Supplementary Bidder's Statement has been approved by a resolution of the directors of Thiess Group Investments Pty Ltd.

Dated 26 August 2022

Signed for and on behalf of Thiess Group Investments Pty Ltd by:



Director

Attachment A – Notice under section 630(4) of the Corporations Act

Thiess Group Investments Pty Ltd
ACN 659 649 055

Notice under section 630(4) of the Corporations Act 2001 (Cth)
Defeating condition fulfilled

To: ASX Limited
MACA Limited ACN 144 746 782 (MACA)

This notice (**Notice**) is given under section 630(4) of the *Corporations Act 2001* (Cth) (**Corporations Act**) by Thiess Group Investments Pty Ltd ACN 659 649 055 (**Bidder**) in relation to its offer dated 9 August 2022 (**Offer**) under its off-market takeover bid to acquire all of the securities on issue in MACA. The Offer is contained in TGI's original bidder's statement, dated 26 July 2022 and the Bidder's replacement Bidder's Statement dated 8 August 2022 (**Replacement Bidder's Statement**) as supplemented by the Bidder's first supplementary bidder's statement, dated 8 August 2022 (**First Supplementary Bidder's Statement**).

Unless otherwise defined in this Notice, words defined in the Replacement Bidder's Statement and First Supplementary Bidder's Statement have the same meaning in this Notice.

Notification

The Bidder gives notice in accordance with section 630(4) of the Corporations Act that the Condition set out in Section 9.9(a)(ii) of the Bidder's Statement (**No objection from ACCC Condition**) has been fulfilled (so that the Offer has become free of that Condition).

Date

This Notice is dated 26 August 2022.

Authorisation

Signed for and on behalf of Thiess Group Investments Pty Ltd ACN 659 649 055 by:



Michael Wright
Director



Craig Morton
Director