NOTICE OF CEASING TO BE A SUBSTANTIAL HOLDER

To:	Company Name/Scheme	MCE - Matrix Composites & Engineering Limited
	ACN/ARSN	009 436 250
1.	Details of Substantial Holder(1)	
	Name	Acorn Capital Limited
	ACN/ARSN (if applicable)	082 694 531
	There was a change in the interests of the substantial holder on	23/02/2011
	The previous notice was given to the company	on 14/02/2011
	The previous notice was dated	14/02/2011

2. Changes in relevant interests

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	Consideration given in relation to change		Person's votes affected
14-Feb-2011 to 23-Feb-2011	Acorn Capital Limited	Sale	\$2,779,717.73	330,000	330,000

3. Changes in Associates

The persons who have become associates (2) of, ceased to be associates, or have change 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)	Name of Association

Print Name PAUL PALUMBO	
	Capacity Portfolio Manager
Sign Here	Date 28/02/2011