

Announcement Summary

Entity name

MATRIX COMPOSITES & ENGINEERING LIMITED

Date of this announcement

Tuesday December 20, 2022

The +securities the subject of this notification are:☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX**Total number of +securities to be issued/transferred**

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
MCEAA	PERFORMANCE RIGHTS	1,443,321	15/12/2022
New class - code to be confirmed	Options issued under employee incentive scheme	2,615,686	15/12/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

MATRIX COMPOSITES & ENGINEERING LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

54009435250

1.3 ASX issuer code

MCE

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

20/12/2022



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

☒ has an existing ASX security code ("existing class")

☒ does not have an existing ASX security code ("new class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code and description

MCEAA : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

15/12/2022

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Aaron Begley	Same	736,388
Brendan Cocks	Same	368,194

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms<https://www.asx.com.au/asxpdf/20221019/pdf/45ggtxz7fdp4vc.pdf>**Any other information the entity wishes to provide about the +securities the subject of this notification**

In addition to the total number of Performance Rights on issue specified in Part 4.2 of this form, a further 1,633,467 Performance Rights were issued to KMPs on 29 January 2021 as notified in the Appendix 3G lodged with ASX on 29 January 2021.

Issue details**Number of +securities**

1,443,321





Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code

New class - code to be confirmed

+Security description

Options issued under employee incentive scheme

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

15/12/2022

Will all the +securities issued in this class rank equally in all respects from their issue date?☒ Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?**☒ Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Aaron Begley	Same	1,334,533
Brendan Cocks	Same	667,267

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?☒ No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**<https://www.asx.com.au/asxpdf/20221019/pdf/45ggtxz7fdp4vc.pdf>

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.38000000	15/12/2025

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Ordinary Fully Paid Shares



Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://www.asx.com.au/asxpdf/20221019/pdf/45ggtxz7fdp4vc.pdf>

Any other information the entity wishes to provide about the +securities the subject of this notification

In addition to the total number of Options on issue specified in Part 4.2 of this form, a further 4,852,071 Options were issued to KMPs on 29 January 2021 as notified in the Appendix 3G lodged with ASX on 29 January 2021.

Issue details

Number of +securities

2,615,686

Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
MCE : ORDINARY FULLY PAID	146,071,429

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
MCEAA : PERFORMANCE RIGHTS	9,759,140
MCEAJ : OPTION EXPIRING 08-MAR-2025 EX \$0.32	5,255,682
MCEAC : CONVERTIBLE NOTES	7,485,000
New class - code to be confirmed : Options issued under employee incentive scheme	2,615,686



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

☒ Yes

5.1a Select the number of the applicable exception in Listing Rule 7.2

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