

29 May 2012

The Manager  
Company Announcements Office  
ASX Limited  
2 The Esplanade  
PERTH WA 6000

**Notification under section 708A(5)(e) of the Corporations Act 2001**

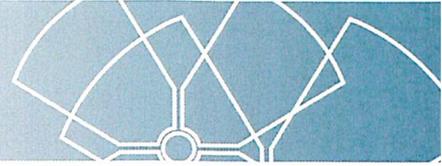
On 23 May 2012 Matrix Composites & Engineering Ltd ABN 54 009 435 250 ("**Matrix**") announced a capital raising to raise approximately \$36.7 million through an equity raising comprising an institutional placement and an underwritten accelerated 1 for 15 non-renounceable pro rata entitlement offer. As announced on 24 May 2012, a total of approximately \$25.9 million has been raised pursuant to the institutional placement and approximately \$6.7 million pursuant to the institutional component of the entitlement offer.

Matrix has today issued 12,333,041 new fully paid ordinary shares in Matrix ("**New Shares**") pursuant to the institutional placement and 3,272,307 new fully paid ordinary shares in Matrix pursuant to the institutional component of the entitlement offer.

In respect of the New Shares issued pursuant to the institutional placement, Matrix gives notice under section 708A(5)(e) of the Corporations Act 2001 (Cth) ("**Corporations Act**") that:

1. the New Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
2. as at the date of this notice, Matrix has complied with:





- a. the provisions of Chapter 2M of the Corporations Act as they apply to Matrix; and
  - b. section 674 of the Corporations Act; and
3. as at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act.

Yours sincerely

Peter Tazewell  
Chief Financial Officer and Company Secretary  
**Matrix Composites & Engineering Ltd**

