

14 October 2022

[name of Shareholder]
[address of Shareholder]

Dear MACA Shareholder

COMPULSORY ACQUISITION OF SHARES IN MACA LIMITED

On 26 July 2022, Thiess Group Investments Pty Limited ACN 659 649 055 (**TGI**) announced a cash off-market takeover offer for all of the ordinary shares in MACA Limited ACN 144 745 782 (ASX:MLD) (**MACA**) (**Offer**). The Offer has now closed.

Capitalised terms used and not otherwise defined have the same meaning as in TGI's replacement bidder's statement dated 8 August 2022, as supplemented (Bidder's Statement).

As TGI now holds a relevant interest in over 90% of the MACA Shares on issue, and has acquired at least 75% of the MACA Shares that it offered to acquire under the Offer, TGI has decided to exercise its right to compulsory acquisition under Part 6A.1 of the Corporations Act (Follow-on Compulsory Acquisition) and proposes to acquire each remaining MACA Share for the Offer Price of \$1.075 in cash per MACA Share, subject to the terms of the Offer.

If you have already accepted the Offer, you can disregard this letter.

If you have not already accepted the Offer, you should be aware that trading in MACA Shares on ASX is likely to be suspended on 21 October 2022 in accordance with ASX Listing Rule 17.4.

Enclosed is an ASIC Form 6021: Notice of compulsory acquisition following takeover bid (Notice), which TGI is required to give you under the Corporations Act in order to exercise its right to undertake the Follow-on Compulsory Acquisition. The Notice sets out certain rights available to you under the Corporations Act in response to the Notice.

The Follow-on Compulsory Acquisition procedure is likely to take four to six weeks but may take longer.

If your MACA Shares are acquired pursuant to the Follow-on Compulsory Acquisition, you will receive the Offer Price of \$1.075 in cash per MACA Share, subject to the terms of the Offer. The Offer Price will be paid to MACA as your trustee upon completion of the Follow-on Compulsory Acquisition. You will then be entitled to claim the Offer Price for your MACA Shares from MACA.

You do not need to sign or return the Notice. In due course, MACA will send to those MACA Shareholders whose MACA Shares were acquired under the Follow-on Compulsory Acquisition a written notice setting out details on how to claim the Offer Price.

If you are in any doubt as to how to deal with this letter, you should consult with your financial or other professional advisor.

For and on behalf of Thiess Group Investments Pty Limited



Michael Wright
Director

For personal use only

Notice of compulsory acquisition following takeover bid

Notice

Description of class of securities to which the bid relates.

To each holder of:

F/P ORD Shares

('Bid class Securities')

Name of target company

In

Name ('the Company')

MACA LIMITED

ACN/ARBN/ARSN

144745782

Tick applicable box(es)

- and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
- and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by

Thiess Group Investments Pty Ltd

in respect of the acquisition of Bid Class Securities in the company.

Tick one box

The offers

- closed
- Are scheduled to close

Date offers closed or are scheduled to close on

Date

14/10/2022

[DD/MM/YY]

Tick applicable box(es).
(See subsection 661A(4) and 4A)

2. You are, as at the date of this notice, the holder of one or more of the following

- securities in respect of which the takeover offer was made but have not accepted the offer, (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice— the bidder will acquire your securities under the offer,)
- securities to which the bid related issued after the end of the offer period and before the date of this notice
- securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
- securities issued under an employee incentive scheme to which restrictions on transfer apply under the company's constitution or the terms of issue, being

Description of securities

Description of securities

- The following securities in the bid class in which the bidder has a relevant interest

Tick one box

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection

- 661 A(1)
- 661 A(3) of the Act to compulsorily acquire your securities and desires to acquire those securities.

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

Date of lodgement

This notice was lodged with ASIC on

Date

14/10/2022

[DD/MM/YY]

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

- 4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities:

Details of alternative terms.

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

Set out the terms that will apply

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

- this notice was given.
 the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

Signature

Name of person signing

Patricia Russell

Capacity

On behalf of the Regulated Entity named in this document as a secretary of that entity

Signature

Patricia Russell

Date signed

14-Oct-2022 19:08

Privacy

The information provided to ASIC in this form may include personal information. Please refer to our privacy policy (www.asic.gov.au/privacy) for information about how we handle your personal information, your rights to seek access to and correct personal information and to complain about breaches of your privacy,

Lodgement

For more information

Web www.asic.gov.au
Need help? www.asic.gov.au/question

Telephone 1300 300 630

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