

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme

MATRIX COMPOSITES & ENGINEERING LTD

ACN/ARSN

009 435 250

1. Details of substantial shareholder

Name

**Deutsche Bank AG and its related bodies corporate
(together the "Deutsche Bank Group")**

ACN/ARSN (if applicable)

064 165 162

The holder became a substantial holder on

7 October 2015

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date of the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	6,228,082	6,228,082	6.63%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities (Ordinary shares)
Deutsche Bank AG, London Branch	Power to dispose of, or control the exercise of a power to dispose of, the securities held pursuant to securities lending agreements Refer to Schedule 2	1,000,000
Deutsche Securities Australia Ltd	Power to dispose of, or control the exercise of a power to dispose of, the securities held pursuant to securities lending agreements Refer to Schedule 2	5,228,082

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities (Ordinary shares)
Deutsche Bank AG, London Branch	Unknown	Deutsche Bank AG, London Branch	1,000,000
Deutsche Securities Australia Ltd	Unknown	Deutsche Securities Australia Ltd	5,228,082

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9) (AUD)	Class and number of securities (Ordinary shares)
Refer to Schedule 1.			

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Deutsche Bank AG, London Branch	Winchester House, 1 Great Winchester Street, London, United Kingdom EC2N 2DB
Deutsche Bank AG, Sydney Branch	Level 16, Deutsche Bank Place, Corner Hunter and Philip Street, Sydney, NSW, Australia 2000
Deutsche Securities Australia Ltd	Level 16, Deutsche Bank Place, Corner Hunter and Philip Street, Sydney, NSW, Australia 2000



Signature

Name Carmen Chan
Deutsche Bank AG, Hong Kong Branch

9 October 2015

Schedule 1

Date of change	Holder of relevant interest	Nature of change	Consideration given in relation to change	Class and number of securities affected (Ordinary Shares)	Person's votes affected
07/07/2015	Deutsche Bank A.G. Sydney Branch	Buy	0.47	2,500	2,500
07/07/2015	Deutsche Bank A.G. Sydney Branch	Sell	0.49	-2,500	-2,500
28/08/2015	Deutsche Bank A.G. Sydney Branch	Buy	0.44	7,394	7,394
28/08/2015	Deutsche Bank A.G. Sydney Branch	Sell	0.44	-3,697	-3,697
09/09/2015	Deutsche Bank A.G. Sydney Branch	Buy	0.44	606	606
09/09/2015	Deutsche Bank A.G. Sydney Branch	Sell	0.44	-4,303	-4,303
09/09/2015	Deutsche Bank A.G. Sydney Branch	Stock borrow from JP Morgan Chase (Refer to Schedule 2)	N/A	1,000,000	1,000,000
07/10/2015	Deutsche Bank A.G. London Branch	Stock borrow from Citi Bank N.A., Sydney Branch (Refer to Schedule 2)			
07/10/2015	Deutsche Securities Australia Limited		N/A	1,700,000	1,700,000

Type of Agreement:	Securities Lending Agreement
Parties to Agreement:	(1) Deutsche Bank AG, London Branch (2) JP Morgan Chase
Transfer date:	7 October 2015
Holder of voting rights:	Registered holder
Are there any restrictions on voting rights:	No
If yes, detail:	N/A
Scheduled return date (if any):	None (subject to the terms of the relevant loan)
Does the borrower have the right to return early:	Yes
If yes, detail:	The borrower has the right to return at any time (subject to the terms of the relevant loan)
Does the lender have the right to recall early:	Yes
If yes, detail:	The lender has the right to recall at any time (subject to the terms of the relevant loan)
Will the securities be returned on settlement:	Yes
If yes, detail any exceptions:	N/A

Type of Agreement:	Securities Lending Agreement
Parties to Agreement:	(1) Deutsche Securities Australia Limited (2) JP Milto Pty Ltd
Transfer date:	10 October 2014
Holder of voting rights:	Registered holder
Are there any restrictions on voting rights:	No
If yes, detail:	N/A
Scheduled return date (if any):	None (subject to the terms of the relevant loan)
Does the borrower have the right to return early:	Yes
If yes, detail:	The borrower has the right to return at any time (subject to the terms of the relevant loan)
Does the lender have the right to recall early:	Yes
If yes, detail:	The lender has the right to recall at any time (subject to the terms of the relevant loan)
Will the securities be returned on settlement:	Yes
If yes, detail any exceptions:	N/A