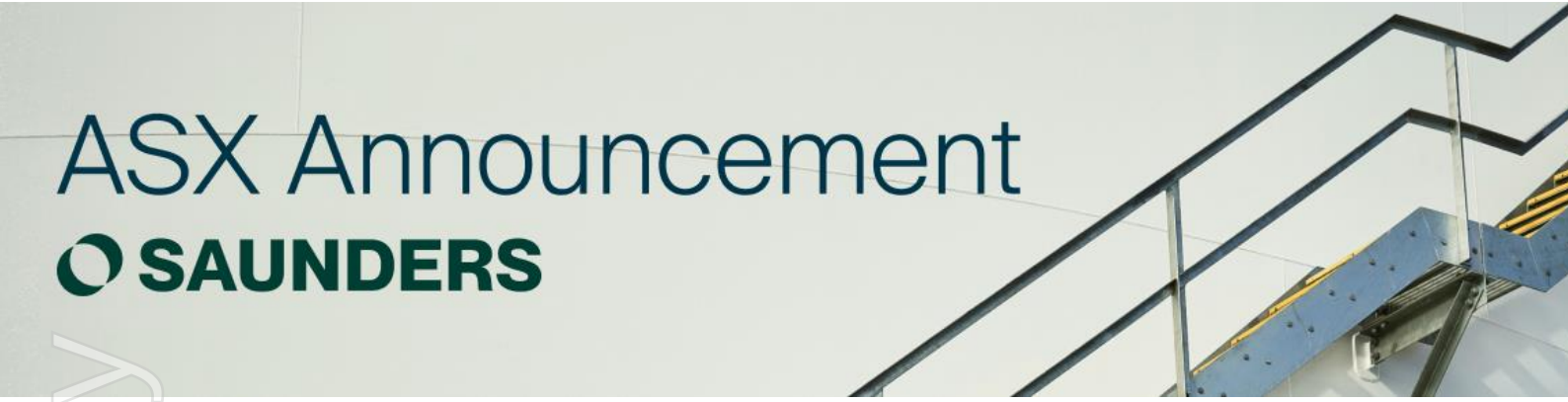


ASX Announcement

SAUNDERS

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Saunders Completes Acquisition of Aqua Metro

15 October 2025

Saunders International Limited (ASX: SND) ("**Saunders**") is pleased to confirm that the acquisition of Aqua Metro, announced on 15 July 2025, completed on 14 October 2025.

Aqua Metro is a leading end-to-end delivery partner for design, engineering and project execution in the water industry with broad Victorian reach in both urban and rural areas. Aqua Metro has established long-term relationships with leading utilities and government agencies with positions on four major water authority panels, and a diversified customer base, including clients complementary to Saunders.

The acquisition supports Saunders' long-term strategy to increase its presence in the water sector – one of its key growth markets. By combining Aqua Metro's capabilities with Saunders' expertise in tank construction, pipework and control systems, Saunders expects to enhance its multidisciplinary project delivery, adding complementary capabilities across hydraulics, mechanical, civil and water infrastructure.

Completion of the acquisition follows the satisfaction of Conditions Precedent and other completion requirements, including change of control consents.

For further information about Aqua Metro and its operations, please refer to Saunders' investor presentation released to ASX on 15 July 2025.

As previously announced, the total purchase price for the acquisition of Aqua Metro is up to $30.0 million, payable as follows:

- an initial payment of $18.0 million payable on completion, comprising $11.0 million in cash and $7.0 million in Saunders shares (**Initial Consideration Shares**); and
- a potential second instalment based on Aqua Metro's financial performance during an earn-out period ending on 30 June 2026, comprising up to $7.0 million in cash and up to $5.0 million in Saunders' shares (**Earn-Out Consideration Shares**), if the earn-out target is achieved in full.

The issue price of the Initial Consideration Shares is $0.74 per share, being the 30-day volume weighted average price of Saunders' shares as at 14 October 2025, the completion date. Based on the issue price of $0.74 per share:

- the total number of Initial Consideration Shares to be issued to the Aqua Metro vendors is 9,478,874 (being $7.0 million divided by the issue price of $0.74 per share);
- of that total number, 4,739,437 Initial Consideration Shares will be issued within Saunders' remaining 15% placement capacity under Listing Rule 7.1 (**Tranche 1 Initial Consideration Shares**); and

- the balance of 4,739,437 Initial Consideration Shares exceeds Saunders 15% placement capacity under Listing Rule 7.1 (**Tranche 2 Initial Consideration Shares**).

Accordingly, Saunders will now proceed to:

- issue the Tranche 1 Initial Consideration Shares to the Aqua Metro vendors without shareholder approval within 5 business days; and
- include resolutions as part of its forthcoming 2025 Annual General Meeting seeking shareholder approval for the issue of the Tranche 2 Initial Consideration Shares and the Earn-Out Consideration Shares.

Saunders will shortly issue the materials for its 2025 Annual General Meeting, which will be held in mid to late November 2025.

About Saunders International Limited

Saunders International Limited (ASX: SND) is a multidisciplinary Australian company providing engineering, construction and industrial asset services across the complete asset lifecycle. Saunders specialises in bulk liquid storage and transfer, structural, mechanical and piping (SMP), industrial automation and electrical, civil infrastructure and industrial asset services. We serve clients across the Defence & Government, Energy, Water, Resources and Industrials sectors. For more information, visit www.saundersint.com.

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This announcement was authorised for release by the Board of Saunders International Limited.

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