

ASX ANNOUNCEMENT

(ASX: MTO)



27 June 2025

ACQUISITION OF PETER STEVENS AND HARLEY-HEAVEN

MotorCycle Holdings Limited (ASX: MTO) (the **Company**) announces that it has entered into a binding agreement to acquire select business assets of Peter Stevens Motorcycles Pty Ltd and Harley Heaven Pty Ltd (both in administration) (together **Peter Stevens and Harley Heaven, the "Acquisition"**).

Peter Stevens and Harley Heaven is one of Australia's most established and prominent motorcycle retail groups. Founded in 1970 by the Chiodo family, the group has grown into a national network of 15 dealership locations across Victoria, South Australia, New South Wales, and Western Australia. MTO will acquire a targeted portfolio of brand assets at the following operating sites:

- Harley-Heaven Adelaide
- Harley-Heaven Perth
- Harley-Heaven Penrith
- Harley-Heaven Sydney (Tempe)
- Peter Stevens Motorcycles Adelaide
- Savage Motorcycles Perth
- Peter Stevens Motorcycles Dandenong

MTO will also acquire the branded assets of the Harley Heaven Western Sydney store which it plans to amalgamate into its operations into the broader Harley Heaven group network being acquired. MTO will also acquire certain assets from Peter Stevens stores that will be closed.

The transaction is structured as an asset purchase and includes the rights to the Peter Stevens Motorcycles and Harley-Heaven brands - as well as the online businesses of both, further strengthening MTO's digital retail capabilities. Conditions to completion of the acquisition include MTO obtaining the necessary motor dealer licences in each state and a minimum number of employees accepting employment with MTO. Settlement will occur on a store by store basis which is expected to be aligned with motor dealer licensing regulatory approvals in each state over the course of July.

The transaction's cash price is expected to be in the range of \$7 million to \$9 million, subject to customary completion adjustments plus motorcycle inventory acquired from bailment financiers.

The Acquisition is to be funded through cash reserves and bailment facilities.

The Acquisition is expected to be earnings accretive.

During a transition period, the acquired businesses will be operated utilising their existing systems in order to maintain business stability, with MTO's legal and financial controls being implemented for compliance.

Chief Executive Officer Matthew Wiesner said, *"This is a transformative acquisition for our business. It allows us to enter the key markets of Perth and Adelaide in which we currently do not operate, protect the integrity of the brands, and avoid the disruption that would result from a disorderly liquidation of inventory into the market."*

The transaction provides an exceptional combination of scale, profitability, and strategic positioning, which allows us to accelerate growth, grow our retail digital presence, consolidate market leadership, and ensure long-term value

creation. It enables MTO to expand its dealership presence in adjacent markets, capitalise on fixed-cost synergies, and selectively integrate personnel and assets. Additionally, the inclusion of brand rights preserves the legacy of the Peter Stevens Motorcycles and Harley-Heaven brands.

We look forward to welcoming over 200 Peter Stevens and Harley Heaven group staff into MTO's existing team."

Following the acquisition, it is expected that MTO's sales will represent approximately 20% of national sales based on FCAI reported new unit sales to 31 March 2025.

This announcement has been authorised for release by the Board of Directors.

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Important Information

This announcement contains certain 'forward-looking statements' within the meaning of the securities laws of applicable jurisdictions. Forward-looking statements can generally be identified by the use of forward-looking words such as 'may,' 'should,' 'expect,' 'anticipate,' 'estimate,' 'scheduled,' or 'continue,' or the negative version of them or comparable terminology. Any forecasts or other forward-looking statements contained in this announcement are subject to known and unknown risks and uncertainties and may involve significant elements of subjective judgment and assumptions as to future events which may or may not be correct. There are usually differences between forecast and actual results because events and actual circumstances frequently do not occur as forecast and these differences may be material. MTO does not give any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur and you are cautioned not to place undue reliance on forward-looking statements.

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