

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Environmental Clean Technologies Limited

ACN/ARSN 009 120 405

1. Details of substantial holder (1)

Name LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>

ACN/ARSN (if applicable) 120 166 510

There was a change in the interests of the substantial holder on 22/2/2017

The previous notice was given to the company on 4/6/2015

The previous notice was dated 4/6/2015

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully Paid Ordinary Shares	130,000,000	5.28%	173,160,417	6.1%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See annexure					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	Direct holding	173,160,417	173,160,417

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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
L J THOMSON PTY LTD	Transferred entire holding of 33,500,000 ESI shares from L J THOMSON PTY LTD to associated entity LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C> on 18 March 2016 at market value.

6. Addresses

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

Name	Address
Lloyd John Thomson	274 Cureton Ave Mildura VIC 3500

Signature

print name LLOYD THOMSON capacity DIRECTOR

sign here  date 22/2/2017

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".

- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Form 604

Annexure

Section 3 - Changes in relevant interests

Date	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Persons votes affected
15-06-15	LJ Thomson Pty Ltd	On Market	Market value	1,000,000 Fully Paid Ordinary Shares	1,000,000
06-08-15	LJ Thomson Pty Ltd	On Market	Market value	2,000,000 Fully Paid Ordinary Shares	2,000,000
28-08-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	2,000,000 Fully Paid Ordinary Shares	2,000,000
16-09-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	2,000,000 Fully Paid Ordinary Shares	2,000,000
08-10-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	172,934 Fully Paid Ordinary Shares	172,934
09-10-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	1,061,010 Fully Paid Ordinary Shares	1,061,010
12-10-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	3,766,056 Fully Paid Ordinary Shares	3,766,056
30-10-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	624,323 Fully Paid Ordinary Shares	624,323
02-11-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	2,375,677 Fully Paid Ordinary Shares	2,375,677
13-11-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	2,672,571 Fully Paid Ordinary Shares	2,672,571
16-11-15	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	2,327,429 Fully Paid Ordinary Shares	2,327,429
13-04-16	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	1,977,006 Fully Paid Ordinary Shares	1,977,006
14-04-16	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	2,073,763 Fully Paid Ordinary Shares	2,073,763
15-04-16	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	397,271 Fully Paid Ordinary Shares	397,271
18-04-16	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	551,960 Fully Paid Ordinary Shares	551,960
27-04-16	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	1,255,081 Fully Paid Ordinary Shares	1,255,081
28-04-16	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	3,744,919 Fully Paid Ordinary Shares	3,744,919
21-10-16	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	On Market	Market value	5,000,000 Fully Paid Ordinary Shares	5,000,000
21-02-17	LJ & K Thomson Pty Ltd <LJT&KT Super Fund A/C>	Option Exercise	0.9 cents per Option	8,160,417 Fully Paid Ordinary Shares	8,160,417