

THORNEY HOLDINGS PROPRIETARY LIMITED

ABN 37 006 262 835

Level 39, 55 Collins Street, Melbourne Vic 3000
Telephone +613 9921 7116 Facsimile +613 9921 7100

30 June 2021

BY ASX ONLINE - 5 pages

Manager Company Announcements
ASX Limited
Level 10
20 Bond Street
SYDNEY 2000

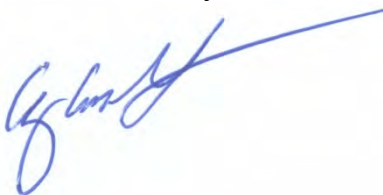
Dear Sir/Madam,

**Notice of change of interests of substantial holder
Thorney Technologies Ltd [ASX:TEK]**

We enclose a substantial holder notice which includes a number purchases since our last filing on 17 November 2020 and also includes details of a number of associates who subscribed for shares in the Tranche 2 Placement that was approved by TEK's shareholders on 15 December 2020.

Following is a Form 604 *Notice of change of interests of substantial holder* dated 30 June 2021 in accordance with section 671B of the *Corporations Act 2001 (Cth)*.

Yours sincerely,



CRAIG SMITH ACIS, CPA
Secretary

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: company name/scheme	THORNEY TECHNOLOGIES LTD
ACN/ARSN	096 782 188

1. Details of substantial holder

Name	Thorney Holdings Proprietary Limited and each of the entities listed in the attached Annexure "A" to this notice.
ACN (if applicable)	006 262 835

There was a change in the interests of the substantial holder on 21-Dec-20

The previous notice was given to the company on 17-Nov-20

The previous notice was dated 17-Nov-20

2. Previous and present voting power

The total number of shares votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest 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	Previous Notice		Present Notice	
	Person's votes	Voting power	Person's votes	Voting power
Fully Paid Ordinary Shares	62,400,951	21.19%	76,192,720	21.06%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, relevant interests 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 are as follows:

Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Number and class of securities affected	Person's votes affected
07-Dec-20	Thorney Holdings Pty Ltd	Entitlement offer	\$2,425,349.15	6,929,569 ordinary shares	6,929,569
	TIGA Trading Pty Ltd		\$1,354.85	3,871 ordinary shares	3,871
21-Dec-20	Thorney Holdings Pty Ltd	Placement	\$1,000,000.05	2,857,143 ordinary shares	2,857,143
	TIGA Trading Pty Ltd		\$94,590.30	270,258 ordinary shares	270,258
	Jasforce Pty Ltd		\$499,999.85	1,428,571 ordinary shares	1,428,571
	Two Towers Pty Ltd		\$99,999.90	285,714 ordinary shares	285,714
	Waislitz Charitable Corporation Pty Ltd		\$300,000.05	857,143 ordinary shares	857,143
01-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$1,925.77	5,002 ordinary shares	5,002
03-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$37,076.87	98,295 ordinary shares	98,295
05-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$35,296.60	96,703 ordinary shares	96,703
10-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$24,850.00	70,000 ordinary shares	70,000
15-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$49,700.02	140,000 ordinary shares	140,000
17-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$462.09	1,266 ordinary shares	1,266
19-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$29,832.91	81,734 ordinary shares	81,734
23-Mar-21	Thorney Holdings Pty Ltd	Market purchase	\$20,062.50	53,500 ordinary shares	53,500
20-Apr-21	Thorney Holdings Pty Ltd	Market purchase	\$30,030.01	78,000 ordinary shares	78,000
22-Apr-21	Thorney Holdings Pty Ltd	Market purchase	\$50,700.00	130,000 ordinary shares	130,000
26-Apr-21	Thorney Holdings Pty Ltd	Market purchase	\$51,350.00	130,000 ordinary shares	130,000

3. Changes in relevant interests (continued)

Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Number and class of securities affected	Person's votes affected
27-Apr-21	Thorney Holdings Pty Ltd	Market purchase	\$42,295.11	108,449 ordinary shares	108,449
28-Apr-21	Thorney Holdings Pty Ltd	Market purchase	\$8,404.89	21,551 ordinary shares	21,551
30-Apr-21	Thorney Holdings Pty Ltd	Market purchase	\$9,340.89	23,951 ordinary shares	23,951
03-May-21	Thorney Holdings Pty Ltd	Market purchase	\$21,859.11	56,049 ordinary shares	56,049
12-May-21	Thorney Holdings Pty Ltd	Market purchase	\$22,696.83	58,197 ordinary shares	58,197
13-May-21	Thorney Holdings Pty Ltd	Market purchase	\$2,653.17	6,803 ordinary shares	6,803

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	Nature of relevant interest	Number and class of shares	Person's votes
Tiga Trading Pty Ltd	Tiga Trading Pty Ltd	Tiga Trading Pty Ltd	Beneficial Owner	308,962 ordinary shares	308,962
Thorney Holdings Proprietary Limited	Thorney Holdings Proprietary Limited	Thorney Holdings Proprietary Limited	Beneficial Owner	73,312,330 ordinary shares	73,312,330
Thorney Investment Group Australia Pty Ltd	As above	As above	By virtue of section 608 of the Corporations Act 2001	73,621,292 ordinary shares	73,621,292
Jamahjo Pty Ltd					
Jasforce Pty Ltd	Jasforce Pty Ltd	Jasforce Pty Ltd	Beneficial Owner	1,428,571 ordinary shares	1,428,571
Two Towers Pty Ltd	Two Towers Pty Ltd	Two Towers Pty Ltd	Beneficial Owner	285,714 ordinary shares	285,714
Waislitz Charitable Corporation Pty Ltd	Waislitz Charitable Corporation Pty Ltd <Waislitz Fam Foundation a/c>	Waislitz Charitable Corporation Pty Ltd	Beneficial Owner	857,143 ordinary shares	857,143

5. Changes in association

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

Name	Nature of association
Jasforce Pty Ltd, ACN 017 167 713	These entities acquired shares in Thorney Technologies Ltd ("TEK") on 21 December 2020 as part of TEK's Tranche 2 Placement that was approved by TEK's shareholders on 15 December 2020. These entities have, at all times, been associates of Thorney Holdings Proprietary Limited and each of the entities listed in the attached Annexure "A" to this notice by virtue of their control by Mr Alex Waislitz.
Two Towers Pty Ltd, ACN 134 730 546	
Waislitz Charitable Corporation Pty Ltd, ACN 163 623 612	

6. Addresses

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

Name	Address
Tiga Trading Pty Ltd	Level 39, 55 Collins Street, Melbourne 3000
Thorney Holdings Proprietary Limited ACN 006 262 835	Level 39, 55 Collins Street, Melbourne 3000
Thorney Investment Group Australia Pty Ltd ACN 117 488 892	Level 39, 55 Collins Street, Melbourne 3000
Jamahjo Pty Ltd ACN 117 488 696	c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121
Jasforce Pty Ltd, ACN 017 167 713	c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121
Two Towers Pty Ltd, ACN 134 730 546	c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121
Waislitz Charitable Corporation Pty Ltd, ACN 163 623 612	Level 39, 55 Collins Street, Melbourne 3000

Signature

Print name CRAIG A G SMITH ACIS, CPA

Capacity SECRETARY

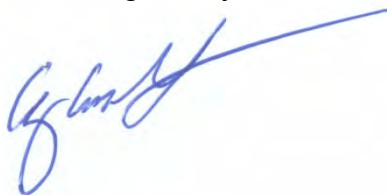
Sign here

Date: 30 June 2021



ANNEXURE 'A'

This is Annexure A referred to in the Form 604 Notice of change of interests of substantial holder signed by me and dated 30 June 2021.



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CRAIG A G SMITH ACIS, CPA
Secretary

SUBSTANTIAL HOLDERS - ENTITY DETAILS

Entity	Address
<u>Thorney Investment Group</u>	
Jamahjo Pty Ltd, ACN 117 488 696	c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121
Thistle Custodians Pty Ltd, ACN 078 027 193	Level 39, 55 Collins Street, Melbourne 3000
Thistle Holdings Pty Ltd, ACN 075 051 464	Level 39, 55 Collins Street, Melbourne 3000
Thorney Alpha Pty Ltd, ACN 162 820 537	Level 39, 55 Collins Street, Melbourne 3000
Thorney Beta Pty Ltd, ACN 162 828 677	Level 39, 55 Collins Street, Melbourne 3000
Thorney Holdings Proprietary Limited, ACN 006 262 835	Level 39, 55 Collins Street, Melbourne 3000
Thorney International Pty Ltd, ACN 132 886 698	Level 39, 55 Collins Street, Melbourne 3000
Thorney Investment Group Australia Pty Ltd, ACN 117 488 892	Level 39, 55 Collins Street, Melbourne 3000
Thorney Management Services Pty Ltd, ACN 164 880 148	Level 39, 55 Collins Street, Melbourne 3000
Thorney Omega Pty Ltd, ACN 163 964 636	Level 39, 55 Collins Street, Melbourne 3000
TIGA Property Pty Ltd, ACN 117 811 453	Level 39, 55 Collins Street, Melbourne 3000
TIGA (Ballarat) Pty Ltd, ACN 117 812 030	Level 39, 55 Collins Street, Melbourne 3000
TIGA Finance Pty Ltd, ACN 118 521 412	Level 39, 55 Collins Street, Melbourne 3000
TIGA (Hawthorn) Pty Ltd, ACN 126 952 663	Level 39, 55 Collins Street, Melbourne 3000
TIGA Tails Pty Ltd, ACN 080 534 416	Level 39, 55 Collins Street, Melbourne 3000
Tiga Trading Pty Ltd, ACN 118 961 210	Level 39, 55 Collins Street, Melbourne 3000
<u>Other associates</u>	
Jasforce Pty Ltd, ACN 017 167 713	c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121
Two Towers Pty Ltd, ACN 134 730 546	c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121
Waislitz Charitable Corporation Pty Ltd, ACN 163 623 612	Level 39, 55 Collins Street, Melbourne 3000