



26 September 2022

BY ASX ONLINE - 6 pages

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

Dear Sir/Madam,

**Change of interests of substantial holder
MMA Offshore Limited [ASX:MRM]**

Following is a Form 604 *Notice of change of interests of substantial holder* dated 26 September 2022 in accordance with section 671B of the Corporations Act.

Yours sincerely,

AVEE WAISLITZ
Secretary

Form **604**
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

| | |
|-------------------------|-----------------------------|
| To: company name/scheme | MMA OFFSHORE LIMITED |
| ABN | 21 083 185 693 |

1. Details of substantial holder

| | |
|---------------------|--|
| Name | TIGA Trading Pty Ltd and each of the entities listed in the attached Annexure 'A' to this notice. |
| ACN (if applicable) | 118 961 210 |

There was a change in the interests of the substantial holder on 21-Sep-22

The previous notice was given to the company on 08-Dec-20

The previous notice was dated 08-Dec-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 | 500,718,907 | 13.93% | 47,363,801 | 12.87% |

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 |
|----------------|--|------------------------|---|---|-------------------------|
| 2-Feb-21 | Tiga Trading Pty Ltd (Tiga Trading) and each of the Thorney Investment Group entities listed in Annexure 'A' (together 'Thorney Investment Group') | 1 for 10 consolidation | \$Nil | 169,138,487 ordinary shares | 169,138,487 |
| | Thorney International Pty Ltd | | | 6,549,647 ordinary shares | 6,549,647 |
| | Thorney Holdings Pty Ltd | | | 2,182,185 ordinary shares | 2,182,185 |
| | Thorney Opportunities Ltd | | | 272,776,698 ordinary shares | 272,776,698 |
| | Jasforce Pty Ltd | | | 6,000,010 ordinary shares | 6,000,010 |
| 24-Jun-21 | Thorney Holdings Pty Ltd | Market sale | \$103,047.20 | 242,464 ordinary shares | 242,464 |
| | Thorney Opportunities Ltd | Market purchase | \$Nil | 242,464 ordinary shares | 242,464 |
| 19-Jan-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 250,000 ordinary shares | 250,000 |
| 09-Feb-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 300,986 ordinary shares | 300,986 |
| 08-Mar-22 | Jasforce Pty Ltd | Market sale | \$12,934.50 | 25,869 ordinary shares | 25,869 |
| 09-Mar-22 | Jasforce Pty Ltd | Market sale | \$21,010.97 | 40,798 ordinary shares | 40,798 |

3. Changes in relevant interests continued

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 | Class and number of securities affected | Person's votes affected |
|----------------|--|------------------|---|---|-------------------------|
| 24-Mar-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 138,576 ordinary shares | 138,576 |
| 25-Mar-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 361,424 ordinary shares | 361,424 |
| 13-May-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 400,000 ordinary shares | 400,000 |
| 17-Aug-22 | Thorney International Pty Ltd | Market sale | \$149,375.00 | 250,000 ordinary shares | 250,000 |
| 22-Aug-22 | TIGA Trading Pty Ltd | Market purchase | \$85,867.05 | 141,929 ordinary shares | 141,929 |
| 25-Aug-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 308,000 ordinary shares | 308,000 |
| 26-Aug-22 | TIGA Trading Pty Ltd | Market purchase | \$99,483.72 | 149,983 ordinary shares | 149,983 |
| | TIGA Trading Pty Ltd | Market sale | \$101,238.53 | 149,983 ordinary shares | 149,983 |
| 29-Aug-22 | TIGA Trading Pty Ltd | Market purchase | \$54,000.05 | 83,077 ordinary shares | 83,077 |
| 01-Sep-22 | TIGA Trading Pty Ltd | Market purchase | \$23,375.88 | 33,883 ordinary shares | 33,883 |
| 02-Sep-22 | TIGA Trading Pty Ltd | Market sale | \$399,000.00 | 570,000 ordinary shares | 570,000 |
| | Thorney Opportunities Ltd | Market sale | \$Nil | 430,000 ordinary shares | 430,000 |
| 06-Sep-22 | TIGA Trading Pty Ltd | Market purchase | \$27,237.75 | 39,191 ordinary shares | 39,191 |
| 07-Sep-22 | TIGA Trading Pty Ltd | Market purchase | \$42,262.26 | 60,809 ordinary shares | 60,809 |
| | TIGA Trading Pty Ltd | Market sale | \$70,000.00 | 100,000 ordinary shares | 100,000 |
| 08-Sep-22 | TIGA Trading Pty Ltd | Market purchase | \$73,227.87 | 106,902 ordinary shares | 106,902 |
| 09-Sep-22 | TIGA Trading Pty Ltd | Market purchase | \$40,607.72 | 59,290 ordinary shares | 59,290 |
| 12-Sep-22 | TIGA Trading Pty Ltd | Market sale | \$117,996.32 | 166,192 ordinary shares | 166,192 |
| 14-Sep-22 | TIGA Trading Pty Ltd | Market purchase | \$27,576.50 | 39,395 ordinary shares | 39,395 |
| | TIGA Trading Pty Ltd | Market sale | \$19,146.96 | 26,593 ordinary shares | 26,593 |
| 15-Sep-22 | TIGA Trading Pty Ltd | Market sale | \$571.68 | 794 ordinary shares | 794 |
| 19-Sep-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 285,000 ordinary shares | 285,000 |
| 20-Sep-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 893 ordinary shares | 893 |
| 21-Sep-22 | Thorney Opportunities Ltd | Market sale | \$Nil | 284,107 ordinary shares | 284,107 |

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 securities | Person's votes |
|--|---------------------------------|--|---|--------------------------------|----------------|
| Thorney Investment Group | UBS Nominees Pty Ltd | TIGA Trading Pty Ltd | Thorney Investment Group is taken under section 608(3)(b) of the Corporations Act 2001 (Cth) (the Act) to have a relevant interest as it holds all the issued capital in TIGA Trading. | 18,494,063 ordinary shares | 18,494,063 |
| | | Thorney International Pty Ltd | Thorney Investment Group is taken to have a relevant interest as it has the capacity to determine the outcome of decisions about the financial and operating policies of each of the entities in the adjacent column. | 477,738 ordinary shares | 477,738 |
| | | Thorney Opportunities Ltd | | 27,792,000 ordinary shares | 27,792,000 |
| Thorney Opportunities Ltd | UBS Nominees Pty Ltd | Thorney Opportunities Ltd | Thorney Opportunities Ltd has a relevant interest under section 608(1)(b) of the Act as it is the beneficial holder of those shares. | 27,792,000 ordinary shares | 27,792,000 |
| Jasforce Pty Ltd as trustee for the Alex Waislitz Retirement Plan (Jasforce) | Jasforce | Jasforce | Jasforce has a relevant interest under section 608(1)(a) of the Act as it is the registered holder of those shares. | 600,000 ordinary shares | 600,000 |
| Mr Alex Waislitz | UBS Nominees Pty Ltd | TIGA Trading Pty Ltd | Each of the entities listed in the adjacent column (and in Annexure "A") are 'associates' pursuant to section 12(2)(a)(iii) of the Act by virtue of them being commonly controlled by Mr Alex Waislitz who, pursuant to section 50AA of the Act, has the capacity to determine the outcome of decisions about the financial and operating policies of each of those entities. | 18,494,063 ordinary shares | 18,494,063 |
| | | Thorney International Pty Ltd | | 477,738 ordinary shares | 477,738 |
| | | Thorney Opportunities Ltd | | 27,792,000 ordinary shares | 27,792,000 |
| | Jasforce | Jasforce | | 600,000 ordinary shares | 600,000 |

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 |
|------|---|
| N/A | While there has been no change in association in respect of any of the entities listed in this notice since the last substantial holder notice was given, for completeness, we note that each of the entities listed in Annexure "A" to this notice are 'associates' in respect of the Company pursuant to section 12(2)(a)(iii) of the Act by virtue of them being commonly controlled by Mr Alex Waislitz who, pursuant to section 50AA of the Act, has the capacity to determine the outcome of decisions about the financial and operating policies of each of those entities. In addition, Mr Alex Waislitz holds, directly or indirectly, a relevant interest of 50% or more in each of Jasforce, Waislitz Charitable Corporation, Early Force and Jamahjo. |

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 International Pty Ltd, ACN 132 886 698 | Level 39, 55 Collins Street, Melbourne 3000 |
| Thorney Investment Group | See Annexure 'A' to this notice |
| Each of the entities listed in Annexure 'A' to this notice | See Annexure 'A' to this notice |
| Thorney Opportunities Ltd ACN 080 167 713 | Level 39, 55 Collins Street, Melbourne 3000 |
| Jasforce Pty Ltd, ACN 007 167 713 | c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121 |
| Alex Waislitz | Level 39, 55 Collins Street, Melbourne 3000 |


Signature

Print name AVEE WAISLITZ

Capacity SECRETARY

Sign here

Date 26 September 2022



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 26 September 2022.



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AVEE WAISLITZ

Secretary

SUBSTANTIAL HOLDERS - ENTITY DETAILS

| Entity | Address |
|--|---|
| <u>Thorney Investment Group</u> | |
| Jamahjo Pty Ltd, ACN 117 488 696 as trustee for the Halex Family Trust | 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> | |
| Early Force Pty Ltd, ACN 103 134 363 as trustee for the Alex Waislitz Property Investment Trust | Level 39, 55 Collins Street, Melbourne 3000 |
| Jamah Investments Pty Ltd, ACN 093 388 928 as trustee for the Jamah Investment Trust | c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121 |
| Jasforce Pty Ltd, ACN 017 167 713 as trustee for the Alex Waislitz Retirement Plan | c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121 |
| Thorney Opportunities Ltd, ACN 080 167 264 | Level 39, 55 Collins Street, Melbourne 3000 |
| Thorney Technologies Ltd, ACN 096 782 188 | Level 39, 55 Collins Street, Melbourne 3000 |
| Two Towers Pty Ltd, ACN 134 730 546 | c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121 |
| Urban Land Nominees Pty Ltd, ACN 004 753 066 | c/- Wilson Pateras, Ground Floor, 40 River Boulevard, Richmond 3121 |
| Waislitz Charitable Corporation Pty Ltd, ACN 163 623 612 as trustee for the Waislitz Family Foundation | Level 39, 55 Collins Street, Melbourne 3000 |