



28 October 2022

BY ASX ONLINE - 5 pages

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

Dear Sir/Madam,

**Change of interests of substantial holder
Austin Engineering Limited [ASX:ANG]**

Following is a Form 604 *Notice of change of interests of substantial holder* dated 28 October 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	AUTIN ENGINEERING LIMITED
ARBN	60 078 480 136

1. Details of substantial holder

Name	Thorney International Pty Ltd and each of the entities listed in the attached Annexure 'A' to this notice.
ACN (if applicable)	132 886 698

There was a change in the interests of the substantial holder on 26-Oct-22

The previous notice was given to the company on 23-Nov-18

The previous notice was dated 23-Nov-18

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	140,235,550	24.23%	135,160,772	23.17%

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
17-Apr-19	Thorney International Pty Ltd and each of the Thorney Investment Group entities listed in Annexure 'A' (together 'Thorney Investment Group')	Market purchase	\$61,250.00	350,000 ordinary shares	350,000
05-Dec-19	Thorney International Pty Ltd	Market sale	\$172,500.00	750,000 ordinary shares	750,000
	Thorney Opportunities Ltd		\$Nil	250,000 ordinary shares	250,000
03-Feb-22	Thorney Opportunities Ltd	Market sale	\$Nil	1,227,412 ordinary shares	1,227,412
14-Feb-22	Thorney Opportunities Ltd	Market sale	\$Nil	1,000,000 ordinary shares	1,000,000
	Thorney International Pty Ltd		\$300,000.00	1,000,000 ordinary shares	1,000,000
13-May-22	Thorney Opportunities Ltd	Market sale	\$Nil	59,323 ordinary shares	59,323
16-May-22	Thorney Opportunities Ltd	Market sale	\$Nil	11,200 ordinary shares	11,200
17-May-22	Thorney Opportunities Ltd	Market sale	\$Nil	7,361 ordinary shares	7,361
18-May-22	Thorney Opportunities Ltd	Market sale	\$Nil	769,482 ordinary shares	769,482
25-Aug-22	Thorney Opportunities Ltd	Market sale	\$Nil	350,000 ordinary shares	350,000

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	Thorney International Pty Ltd	Thorney Investment Group is taken under section 608(3)(b) of the Corporations Act 2001 (Cth) (the <i>Act</i>) to have a relevant interest as it holds all the issued capital in Thorney International Pty Ltd.	68,670,412 ordinary shares	68,670,412
		Thorney Holdings Proprietary Limited	Thorney Investment Group is taken under section 608(3)(b) of the Corporations Act 2001 (Cth) (the <i>Act</i>) to have a relevant interest as it holds all the issued capital in Thorney Holdings Proprietary Limited.	18,687,726 ordinary shares	18,687,726
		Thorney Opportunities 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 Thorney Opportunities Ltd.	47,802,634 ordinary shares	47,802,634
Thorney Opportunities Ltd	UBS Nominees Pty Ltd	Thorney Opportunities Ltd	Thorney Technologies Ltd has a relevant interest under section 608(1)(b) of the <i>Act</i> as it is the beneficial holder of those shares.	47,802,634 ordinary shares	47,802,634
Mr Alex Waislitz	UBS Nominees Pty Ltd	Thorney International 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 <i>Act</i> by virtue of them being commonly controlled by Mr Alex Waislitz who, pursuant to section 50AA of the <i>Act</i> , has the capacity to determine the outcome of decisions about the financial and operating policies of each of those entities.	68,670,412 ordinary shares	68,670,412
		Thorney Holdings Proprietary Limited		18,687,726 ordinary shares	18,687,726
	Urban Land	Thorney Opportunities Ltd		47,802,634 ordinary shares	47,802,634

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

6. Addresses

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

Name	Address
Thorney International Pty Ltd	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 080 167 264	Level 39, 55 Collins Street, Melbourne 3000
Thorney Holdings Proprietary Limited	Level 39, 55 Collins Street, Melbourne 3000
Alex Waislitz	Level 39, 55 Collins Street, Melbourne 3000


Signature

Print name AVEE WAISLITZ

Capacity SECRETARY

Sign here

Date 28 October 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 28 October 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