

**MURDOCH CLARKE****FACSIMILE**

03 March 2021

TO: ASX Lodgements
FAX NO: 1300 135 638
PAGES: 6 (including this page)
FROM: BEN SWAIN

MESSAGE:**RE: THORNEY TECHNOLOGIES LTD - TEK**

Please find **enclosed** a Notice of Initial Substantial Shareholder (Form 603) in relation to the above company.

Yours faithfully
MURDOCH CLARKE

Per: 

BEN SWAIN
Partner

P: (03) 6235 9362
E: bswain@murdochclarke.com.au

PRIVACY AND CONFIDENTIALITY NOTICE

The information contained in this facsimile is intended for the named recipients only. It may contain privileged and confidential information and if you are not an intended recipient, you must not copy, distribute or take any action in reliance on it. If you have received this facsimile in error, please notify us immediately by a reversed charge telephone call to (03) 6235 9311 and return the original to the sender by mail. We shall reimburse you for the postage.

For personal use only

Form603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Thorney Technologies LtdACN/ARSN 096 782 188**1. Details of substantial holder (1)**Name Janet Heather CameronACN/ARSN (if applicable) N/AThe holder became a substantial holder on 26 February 2021**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	18,467,921	18,467,921	5.10%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
The Elsie Cameron Foundation Pty Ltd (ACN 601 660 655) ATF The Elsie Cameron Foundation (ECF)	ECF has a relevant interest under Section 608(1)(a) of the Act, as the registered holder of the securities	6,823,051 ordinary shares
Bicheno Investments Pty Ltd (ACN 122 192 134) ATF The Janet Cameron Trust (JCT)	JCT has a relevant interest under Section 608(1)(a) of the Act, as the registered holder of the securities	129,115 ordinary shares
Janet Heather Cameron (Cameron)	Cameron has a relevant interest under Section 608(3)(b) of the Act, as she controls JCT. Cameron has a relevant interest under Section 608(3)(a) of the Act, as she holds 20% or more of the voting power in ECF and EFF.	18,467,921 ordinary shares
Elsie Flood Foundation Pty Ltd (638 560 419) ATF The Elsie Flood Foundation (EFF)	EFF has a relevant interest under Section 608(1)(a) of the Act, as the registered holder of the securities	11,515,755 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
JBWere (NZ) Nominees Limited	JBWere (NZ) Nominees Limited	ECF	6,823,051 ordinary shares
JCT	JBWere (NZ) Nominees Limited	JCT	129,115 ordinary shares
EFF	EFF	EFF	11,515,755 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Please see attached table				

For personal use only

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
ECF	Cameron has a relevant interest under Section 608(3)(a) of the Act, as she holds 20% or more of the voting power in ECF.
EFF	Cameron has a relevant interest under Section 608(3)(a) of the Act, as she holds 20% or more of the voting power in EFF.
JCT	Cameron has a relevant interest under Section 608(3)(b) of the Act, as she controls JCT.

7. Addresses

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

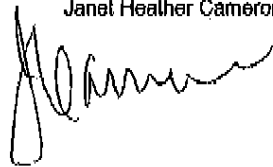
Name	Address
ECF	Level 6, 151 Macquarie Street, Sydney NSW 2000
EFF	Level 6, 151 Macquarie Street, Sydney NSW 2000
JCT	Level 6, 151 Macquarie Street, Sydney NSW 2000
Cameron	Level 6, 151 Macquarie Street, Sydney NSW 2000

Signature

print name Janet Heather Cameron

capacity Individual

sign here



Date / March / 2021

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, 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - a. any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

For personal use only

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature	This form must be signed by either a director or a secretary of the substantial holder.
Lodging period	Nil
Lodging Fee	Nil
Other forms to be completed	Nil
Additional information	<p>(a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.</p> <p>(b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.</p> <p>(c) The person must give a copy of this notice:</p> <ul style="list-style-type: none"> (i) within 2 business days after they become aware of the information; or (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if: <ul style="list-style-type: none"> (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and (B) the person becomes aware of the information during the bid period.
Annexures	<p>To make any annexure conform to the regulations, you must</p> <ol style="list-style-type: none"> 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides 2 show the corporation name and ACN or ARBN 3 number the pages consecutively 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied 5 identify the annexure with a mark such as A, B, C, etc 6 endorse the annexure with the words: <i>This is annexure (mark) of (number) pages referred to in form (form number and title)</i> 7 sign and date the annexure The annexure must be signed by the same person(s) who signed the form.

This is Annexure A

1 of 2 pages

referred to in Form 603 - Notice of Issue of Substantial Shareholder

- Thorney Technologies Limited

Holder of relevant Interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
ECF	1 March 2021	\$14,593.65		37,500 ordinary shares
ECF	26 February 2021	\$32,054.39		83,182 ordinary shares
EFF	26 February 2021	\$206,614.59		529,781 ordinary shares
ECF	25 February 2021	\$348,382.32		893,288 ordinary shares
ECF	25 February 2021	\$13,131.30		33,670 ordinary shares
ECF	24 February 2021	\$77,640.30		197,307 ordinary shares
ECF	24 February 2021	\$49,537.35		125,411 ordinary shares
ECF	23 February 2021	\$4,317.69		11,071 ordinary shares
ECF	22 February 2021	\$2,917.26		7,677 ordinary shares
ECF	19 February 2021	\$24,465.09		62,731 ordinary shares
ECF	18 February 2021	\$24,838.20		60,000 ordinary shares
ECF	10 February 2021	\$42,148.15		108,350 ordinary shares
ECF	9 February 2021	\$1,074.00		2,864 ordinary shares
EFF	16 December 2020	\$499,538.90		1,427,254 ordinary shares
JCT	7 December 2020	\$16,140.25		46,115 ordinary shares
EFF	9 December 2020	\$600,090.75		1,714,545 ordinary shares
EFF	19 November 2020	\$246,871.74		700,000 ordinary shares
EFF	10 November 2020	\$2,500,461.25		7,144,175 ordinary shares
JCT	9 November 2020	\$30,255.43		83,000 ordinary shares
ECF	5 February 2021	\$18,500.00		50,000 ordinary shares
ECF	5 February 2021	\$17,746.56		49,296 ordinary shares
ECF	4 February 2021	\$14,400.00		40,000 ordinary shares
ECF	3 February 2021	\$25,932.56		70,088 ordinary shares

For personal use only

This is Annexure A**2 of 2 pages**

**referred to in Form 603 - Notice of Issue of Substantial Shareholder
- Thorney Technologies Limited**

ECF	2 February 2021	\$52,027.92		140,616 ordinary shares
ECF	15 January 2021	\$53,591.40		141,030 ordinary shares
ECF	13 January 2021	\$13,524.42		34,678 ordinary shares
ECF	12 January 2021	\$28,000.00		70,000 ordinary shares
ECF	11 January 2021	\$30,686.00		76,715 ordinary shares
ECF	7 January 2021	\$30,255.03		77,577 ordinary shares
ECF	5 January 2021	\$39,000.00		100,000 ordinary shares
ECF	23 December 2020	\$88,439.68		232,736 ordinary shares
ECF	22 December 2020	\$101,865.00		267,264 ordinary share
ECF	18 December 2020	\$245,270.46		611,495 ordinary shares
ECF	18 December 2020	\$139,156.22		350,000 ordinary shares
ECF	15 December 2020	\$90,117.66		227,406 ordinary shares
ECF	14 December 2020	\$60,025.21		155,282 ordinary shares
ECF	11 December 2020	\$45,955.78		117,513 ordinary shares
ECF	10 December 2020	\$99,823.57		250,000 ordinary shares
ECF	9 December 2020	\$236,201.83		600,294 ordinary shares
ECF	8 December 2020	\$213,799.74		586,895 ordinary shares
ECF	7 December 2020	\$38,890.25		111,115 ordinary shares
ECF	30 November 2020	\$14,300.00		40,000 ordinary shares
ECF	20 November 2020	\$35,105.00		100,000 ordinary shares
ECF	19 November 2020	\$175,525.00		500,000 ordinary shares
ECF	9 November 2020	\$73,219.00		200,000 ordinary shares
Total				18,467,921 ordinary shares

For personal use only