MURDOCH CLARKE

FACSIMILE

14 May 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 Change of Interests of Substantial Holder (Form 604) in relation to the above company.

Yours faithfully
MURDOCH CLARKE

Per:

BEN SWAIN
Partner

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Form604

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(1)

Name: Janet Heather Cameron

ACN/ARSN (if applicable): N/A

There was a change in the interests of the substantial holder on: 12 / 05 / 21

The previous notice was given to the company on: 03 / 03 / 21

The previous notice was dated: 02 / 03 / 21

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)
Ordinary shares	18,467,921	5.10%	22,261,225	6.15%

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 A					

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
The Elsie Cameron Foundation Pty Ltd (ACN 601 660 655) ATF The Elsie Cameron Foundation (ECF)	JBWere (NZ) Nominees Limited & ECF	ECF	ECF has a relevant interest under Section 608(1)(a) of the Act, as the registered holder of the securities.	8,616,355 Ordinary Shares	8,616,355
Bicheno Investments Pty Ltd (ACN 122 192 134) ATF The Jan Cameron Trust	JBWere (NZ) Nominees Limited	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	129,115

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(JCT)					
Janet Heather Cameron (Cameron)	JBWere (NZ) Nominees Limited	ECF, EFF and JCT	Cameron has the 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	22,261,225 Ordinary Shares	22,261,225
Elsie Flood Foundation Ltd Ltd (ACN 638 550 419) ATF The Elsie Flood Foundation (EFF)	EFF	EFF	EFF has a relevant interest under Section 608(1)(a) of the Act, as the registered holder of securities	13,515,755 Ordinary Shares	13,515,755

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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) 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
None	N/A

6. 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 Macquaire Street, Sydney NSW 2000

Signature

print name capacity

sign here date / /

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.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 604.

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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

(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.

(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.

(c) The person must give a copy of this notice:

(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:

(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

To make any annexure conform to the regulations, you must

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:
This is annexure (mark) of (number) pages referred to in form (form number and title)
7 sign and date the annexure
The annexure must be signed by the same person(s) who signed the form.

Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.

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Annexure A

1 of 1 pages

Referred to in Form 604 – Notice of Change of Interests of Substantial Holder

– Thorney Technologies Limited

Date of change	Interest changed	Nature of change	Consideration	Class and no of securities
2-Mar-21	ECF	Purchase of TEK shares	$49,659.00	126,951 ordinary shares
3-Mar-21	ECF	Purchase of TEK shares	$35,583.00	93,286 ordinary shares
5-Mar-21	ECF	Purchase of TEK shares	$164,175.70	433,067 ordinary shares
9-Mar-21	ECF	Purchase of TEK shares	$43,200	120,000 ordinary shares
10-Mar-21	ECF	Purchase of TEK shares	$71,000	200,000 ordinary shares
17-Mar-21	ECF	Purchase of TEK shares	$4,664	12,956 ordinary shares
1-Apr-21	ECF	Purchase of TEK shares	$3,600.00	10,000 ordinary shares
6-Apr-21	EFF	Purchase of TEK shares	$156,000	416,000 ordinary shares
6-Apr-21	ECF	Purchase of TEK shares	$26,446	70,000 ordinary shares
6-Apr-21	EFF	Purchase of TEK shares	$64,957	170,000 ordinary shares
7-Apr-21	EFF	Purchase of TEK shares	$124,733	323,900 ordinary shares
8-Apr-21	EFF	Purchase of TEK shares	$4,162	11,100 ordinary shares
9-Apr-21	EFF	Purchase of TEK shares	$108,427	278,806 ordinary shares
12-Apr-21	EFF	Purchase of TEK shares	$18,520	47,488 ordinary shares
13-Apr-21	EFF	Purchase of TEK shares	$20,555	52,706 ordinary shares
21-Apr-21	EFF	Purchase of TEK shares	$19,151.00	19,151 ordinary shares
22-Apr-21	EFF	Purchase of TEK shares	$19,209.00	50,000 ordinary shares
23-Apr-21	EFF	Purchase of TEK shares	$59,901.00	150,000 ordinary shares
23-Apr-21	ECF	Purchase of TEK shares	$8,000	20,000 ordinary shares
26-Apr-21	EFF	Purchase of TEK shares	$33,471.00	87,124 ordinary shares
27-Apr-21	EFF	Purchase of TEK shares	$64,285.00	162,876 ordinary shares
29-Apr-21	EFF	Purchase of TEK shares	$39,934.00	100,000 ordinary shares
3-May-21	ECF	Purchase of TEK shares	$108,987	266,589 ordinary shares
4-May-21	ECF	Purchase of TEK shares	$7,923	20,000 ordinary shares
5-May-21	ECF	Purchase of TEK shares	$19,531.92	49,300 ordinary shares
7-May-21	ECF	Purchase of TEK shares	$13,271	33,499 ordinary shares
10-May-21	ECF	Purchase of TEK shares	$6,995	17,656 ordinary shares
11-May-21	ECF	Purchase of TEK shares	$40,120	100,000 ordinary shares
11-May-21	ECF	Purchase of TEK shares	$6,586	16,421 ordinary shares
12-May-21	ECF	Purchase of TEK shares	$32,613	83,579 ordinary shares
12-May-21	ECF	Purchase of TEK shares	$47,542	120,000 ordinary shares
11-May-21	EFF	Purchase of TEK shares	$21,979	55,745 ordinary shares
12-May-21	EFF	Purchase of TEK shares	$17,449	44,255 ordinary shares