

THORNEY OPPORTUNITIES LTD

ACN 080 167 264

CROSS RELEASE ANG

1 July 2016

BY ASX ONLINE – 3 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 1 July 2016 in accordance with section 671B of the Act.

Yours sincerely,

A handwritten signature in blue ink, appearing to read 'Craig Smith', with a long horizontal flourish extending to the right.

CRAIG SMITH ACIS, CPA
Secretary

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: company name/scheme	AUSTIN ENGINEERING LTD
ABN	60 078 480 136

1. Details of substantial holder

Name	THORNEY OPPORTUNITIES LTD
ACN (if applicable)	080 167 264

There was a change in the interests of the substantial holder on 01-Jul-16

The previous notice was given to the company on 03-Jun-16

The previous notice was dated 03-Jun-16

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	34,906,865	19.90%	129,819,149	24.67%

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	Class and number of securities affected	Person's votes affected
17-Jun-16	Thorney Opportunities Ltd	2 for 1 rights entitlement	\$0.08 per share	29,359,212 ordinary shares	29,359,212
	Thorney Holdings Proprietary Limited		\$nil	12,458,484 ordinary shares	12,458,484
	Thorney International Pty Ltd		\$nil	27,996,034 ordinary shares	27,996,034
28-Jun-16	Thorney Opportunities Ltd	Rights issue underwriting shortfall	\$0.08 per share	6,274,639 ordinary shares	6,274,639
	Thorney International Pty Ltd		\$nil	18,823,915 ordinary shares	18,823,915

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	Class and number of securities	Person's Votes
Thorney Opportunities Ltd, Thorney International Pty Ltd, Thorney Holdings Proprietary Limited, Thorney Investment Group Australia Pty Ltd, Jamahjo Pty Ltd	UBS Nominees Pty Ltd	Thorney Opportunities Ltd	50,313,457 ordinary shares	50,313,457
Thorney International Pty Ltd, Thorney Investment Group Australia Pty Ltd, Jamahjo Pty Ltd	HSBC Custody Nominees (Australia) Ltd	Thorney International Pty Ltd	60,817,966 ordinary shares	60,817,966
Thorney Holdings Proprietary Limited, Thorney Investment Group Australia Pty Ltd, Jamahjo Pty Ltd	HSBC Custody Nominees (Australia) Ltd	Thorney Holdings Proprietary Limited	18,687,726 ordinary shares	18,687,726

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 Opportunities Ltd ACN 080 167 264	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
Jamahjo Pty Ltd ACN 117 488 696	C/- TWF Partners, Level 4, 25 Claremont Street, South Yarra, 3141

Signature

Print name CRAIG SMITH

Capacity SECRETARY

Sign here

Date: 1 July 2016

