

THORNEY OPPORTUNITIES LTD

ACN 080 167 264

ASX Announcement: **28 April 2014**

ASX Code: **TOP**

APPENDIX 3Y: CHANGE OF DIRECTOR'S INTEREST NOTICE(S)

In accordance with ASX Listing Rule 3.19A.1 and as agent for the directors for the purposes of section 205G of the Corporations Act, we attach Appendix 3Y notices for the following directors:

- Alex Waislitz
- Ashok Jacob
- Henry Lanzer
- Gary Weiss

These notices include any options issued on 22 April 2014 pursuant to the bonus option issue prospectus.

Please direct enquiries to:

Craig Smith
Company Secretary
T: + 61 3 9921 7116

Level 39, 55 Collins Street, Melbourne Vic 3000
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Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	THORNEY OPPORTUNITIES LTD
ABN	41 080 167 264

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Alex Waislitz
Date of last notice	9 December 2013

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect		
Nature of indirect interest (including registered holder)	The director has a relevant interest by virtue of 608(1) of the Corporations Act in Thorney Holdings Pty Ltd and TIGA Trading Pty Ltd		
Date of change	22 April 2014		
No. of securities held prior to change	Registered holder	Shares	Options
	Thorney Holdings Pty Ltd	44,095,277	-
	TIGA Trading Pty Ltd	6,471,578	-
	Total	50,566,855	-
Class	Options		
Number acquired	25,283,428		
Number disposed	Nil		
Value/Consideration	\$nil		
No. of securities held after change	Registered holder	Shares	Options
	Thorney Holdings Pty Ltd	44,095,277	22,047,639
	TIGA Trading Pty Ltd	6,471,578	3,235,789
	Total	50,566,855	25,283,428

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Nature of change	Bonus option issue: 1 free option for every 2 shares held on the record date of 15 April 2014. The Options have an exercise price of 53 cents and expire on 22 April 2015.
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.

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ABN	41 080 167 264

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Ashok Jacob
Date of last notice	29 November 2013

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect		
Nature of indirect interest (including registered holder)	The registered holder Berne No 132 Nominees Pty Ltd holds shares and options on behalf of the below listed bodies corporate in which the director has a relevant interest by virtue of 608(1) of the Corporations Act.		
Date of change	22 April 2014		
No. of securities held prior to change * On a post 1:7 consolidation basis		Shares *	Options
	Milnar Pty Ltd	749,220	-
	Invest Co(NSW) Pty Ltd	285,714	-
	Total	1,034,934	-
Class	Options		
Number acquired	517,467		
Number disposed	Nil		
Value/Consideration	\$nil		
No. of securities held after change		Shares	Options
	Milnar Pty Ltd	749,220	374,610
	Invest Co(NSW) Pty Ltd	285,714	142,857
	Total	1,034,934	517,467

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Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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Name of entity	THORNEY OPPORTUNITIES LTD
ABN	41 080 167 264

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Henry David Lanzer
Date of last notice	9 December 2013

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect		
Nature of indirect interest (including registered holder)	Mr Lanzer controls Jemina Lanzer Nominees Pty Ltd <The H Lanzer Super Fund A/C>		
Date of change	22 April 2014		
No. of securities held prior to change	Registered holder	Shares	Options
	Jemina Lanzer Nominees Pty Ltd <The H Lanzer Super Fund A/C>	100,000	-
Class	Options		
Number acquired	50,000		
Number disposed	Nil		
Value/Consideration	\$nil		
No. of securities held after change	Registered holder	Shares	Options
	Jemina Lanzer Nominees Pty Ltd <The H Lanzer Super Fund A/C>	100,000	50,000

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We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Gary Hilton Weiss
Date of last notice	29 November 2013

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect		
Nature of indirect interest (including registered holder)	The registered holder Portfolio Services Pty Ltd is a wholly owned subsidiary of Ariadne Australia Limited (Ariadne). The director has a relevant interest by virtue of 608(3) of the Corporations Act as the director's voting power in Ariadne is above 20%.		
Date of change	22 April 2014		
No. of securities held prior to change * On a post 1:7 consolidation basis	Registered holder	Shares *	Options
	Portfolio Services Pty Ltd	9,971	-
Class	Options		
Number acquired	4,986		
Number disposed	Nil		
Value/Consideration	\$nil		
No. of securities held after change	Registered holder	Shares	Options
	Portfolio Services Pty Ltd	9,971	4,986

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