THORNEY TECHNOLOGIES LTD

ABN: 66 096 782 188

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15 January 2021

BY ASX ONLINE - 6 pages

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

Dear Sir/Madam,

Notice of initial substantial holder
Spacetalk Limited[ASX:SPA]

Following is a Form 603 *Notice of initial substantial holder* dated 15 January 2021 in accordance with section 671B of the *Corporations Act 2001*.

Please note that this notice was not lodged within 2 business days of 23 September 2020 as required due to administrative oversight. The Investment Manager has conducted a review of its internal procedures and systems and identified areas of improvement which is expected to prevent the issue from occurring again.

Yours sincerely,



CRAIG SMITH ACIS, CPA
Secretary

Form **603**

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: company name/scheme	**SPACETALK LIMITED**
ACN:	091 351 530

1. Details of substantial holder

Name	**Thorney Technologies Ltd** and each of the entities listed in the attached Annexure 'A' to this notice.
ACN (if applicable)	096 782 188

The holder became a substantial holder on 23-Sep-20

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 had a relevant interest in on the date the substantial holder became of substantial holder are as follows:

Class of Securities	Number of securities	Person's votes	Voting power
Ordinary shares	13,208,088	13,268,088	8.03%

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	Number and class of securities
Thorney Technologies Ltd	Beneficial owner of voting shares	6,634,043 ordinary shares
Associates:		
Thorney Investment Group	Beneficial owner of voting shares	6,634,045 ordinary shares
	Deemed relevant interest in shares held by Thorney Technologies Ltd by virtue of section 608(3)(b) of the Corporations Act 2001	6,634,043 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	Number and class of securities
Thorney Technologies Ltd	HSBC Custody Nominees (Australia) Ltd	Thorney Technologies Ltd	6,634,043 ordinary shares
Thorney Investment Group	HSBC Custody Nominees (Australia) Ltd	Thorney Technologies Ltd	6,634,043 ordinary shares
	UBS Nominees Pty Ltd	TIGA Trading Pty Ltd	6,634,045 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	Cash consideration	Number and class of securities
TIGA Trading Pty Ltd	16-Jul-20	$Nil	279,070 ordinary shares
Thorney Technologies Ltd		$0.11 per share	279,070 ordinary shares
TIGA Trading Pty Ltd	06-Aug-20	$Nil	240,781 ordinary shares
Thorney Technologies Ltd		$0.12 per share	240,781 ordinary shares
TIGA Trading Pty Ltd	09-Sep-20	$Nil	318,798 ordinary shares
Thorney Technologies Ltd		$0.14 per share	318,798 ordinary shares
TIGA Trading Pty Ltd	11-Sep-20	$Nil	330,274 ordinary shares
Thorney Technologies Ltd		$0.16 per share	330,273 ordinary shares
TIGA Trading Pty Ltd	17-Sep-20	$Nil	5,013 ordinary shares
Thorney Technologies Ltd		$0.15 per share	5,013 ordinary shares
TIGA Trading Pty Ltd	22-Sep-20	$Nil	223,966 ordinary shares
Thorney Technologies Ltd		$0.15 per share	223,966 ordinary shares
TIGA Trading Pty Ltd	23-Sep-20	$Nil	84,391 ordinary shares
Thorney Technologies Ltd		$0.15 per share	84,391 ordinary shares
TIGA Trading Pty Ltd	24-Sep-20	$Nil	31,356 ordinary shares
Thorney Technologies Ltd		$0.15 per share	31,357 ordinary shares
TIGA Trading Pty Ltd	25-Sep-20	$Nil	226,380 ordinary shares
Thorney Technologies Ltd		$0.15 per share	226,380 ordinary shares
TIGA Trading Pty Ltd	28-Sep-20	$Nil	76,769 ordinary shares
Thorney Technologies Ltd		$0.15 per share	76,768 ordinary shares
TIGA Trading Pty Ltd	29-Sep-20	$Nil	101,325 ordinary shares
Thorney Technologies Ltd		$0.15 per share	101,326 ordinary shares
TIGA Trading Pty Ltd	30-Sep-20	$Nil	26,289 ordinary shares
Thorney Technologies Ltd		$0.15 per share	26,289 ordinary shares
TIGA Trading Pty Ltd	01-Oct-20	$Nil	75,937 ordinary shares
Thorney Technologies Ltd		$0.15 per share	75,937 ordinary shares
TIGA Trading Pty Ltd	02-Oct-20	$Nil	68,300 ordinary shares
Thorney Technologies Ltd		$0.15 per share	68,300 ordinary shares

5. Consideration (continued)

Holder of relevant interest	Date of acquisition	Cash consideration	Number and class of securities
TIGA Trading Pty Ltd	27-Oct-20	$Nil	67,143 ordinary shares
Thorney Technologies Ltd		$0.14 per share	67,144 ordinary shares
TIGA Trading Pty Ltd	28-Oct-20	$Nil	163,948 ordinary shares
Thorney Technologies Ltd		$0.14 per share	163,947 ordinary shares
TIGA Trading Pty Ltd	29-Oct-20	$Nil	268,909 ordinary shares
Thorney Technologies Ltd		$0.15 per share	268,909 ordinary shares
TIGA Trading Pty Ltd	13-Nov-20	$Nil	23,960 ordinary shares
Thorney Technologies Ltd		$0.13 per share	23,960 ordinary shares
TIGA Trading Pty Ltd	17-Nov-20	$Nil	59,000 ordinary shares
Thorney Technologies Ltd		$0.13 per share	59,000 ordinary shares
TIGA Trading Pty Ltd	18-Nov-20	$Nil	52,563 ordinary shares
Thorney Technologies Ltd		$0.13 per share	52,563 ordinary shares
TIGA Trading Pty Ltd	20-Nov-20	$Nil	205,187 ordinary shares
Thorney Technologies Ltd		$0.13 per share	205,187 ordinary shares
TIGA Trading Pty Ltd	23-Nov-20	$Nil	70,987 ordinary shares
Thorney Technologies Ltd		$0.13 per share	70,986 ordinary shares
TIGA Trading Pty Ltd	24-Nov-20	$Nil	138,142 ordinary shares
Thorney Technologies Ltd		$0.13 per share	138,143 ordinary shares
TIGA Trading Pty Ltd	25-Nov-20	$Nil	68,899 ordinary shares
Thorney Technologies Ltd		$0.13 per share	68,898 ordinary shares
TIGA Trading Pty Ltd	26-Nov-20	$Nil	239,649 ordinary shares
Thorney Technologies Ltd		$0.13 per share	239,649 ordinary shares
TIGA Trading Pty Ltd	27-Nov-20	$Nil	129,359 ordinary shares
Thorney Technologies Ltd		$0.13 per share	129,360 ordinary shares
TIGA Trading Pty Ltd	30-Nov-20	$Nil	162,254 ordinary shares
Thorney Technologies Ltd		$0.13 per share	162,254 ordinary shares
TIGA Trading Pty Ltd	14-Jan-21	$Nil	196,509 ordinary shares
Thorney Technologies Ltd		$0.12 per share	196,508 ordinary shares
TIGA Trading Pty Ltd	15-Jan-21	$Nil	30,000 ordinary shares
Thorney Technologies Ltd		$0.12 per share	30,000 ordinary shares

6. Associates

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

Name	Nature of association
Refer associated entities details in Annexure A	Under the *Corporations Act 2001* the entities listed in Annexure A are deemed associates of Thorney Technologies Ltd in relation to the investment in Spacetalk Limited.

7. Addresses

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

Name	Address
Thorney Technologies Ltd	Level 39, 55 Collins Street, Melbourne 3000
Associated entities	Refer Annexure 'A'

Signature

Print name CRAIG SMITH Capacity SECRETARY

Sign here Date 15 January 2021



ANNEXURE 'A'

This is Annexure A referred to in the Form 603 Notice of initial substantial holder signed by me and dated 15 January 2021.



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CRAIG SMITH
Secretary

ASSOCIATED ENTITIES DETAILS

Entity	Address
Thorney Investment Group	
Jamahjo Pty Ltd, ACN 117 488 696	c/- TWF Partners, 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 Pty Ltd, 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