

THORNEY TECHNOLOGIES LTD

ABN: 66 096 782 188

CROSS RELEASE ASX: MSB

31 March 2017

BY ASX ONLINE - 4 pages

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

Dear Sir/Madam,

Notice of initial of substantial holder Mesoblast Limited [ASX:MSB]

Following is a Form 603 *Notice of initial substantial holder* dated 31 March 2017 in accordance with section 671B of the Corporations Act 2001.

Yours sincerely,



CRAIG SMITH ACIS, CPA
Secretary

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: company name/scheme	MESOBLAST LIMITED
ABN:	68 109 431 870

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 27-Mar-17

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	24,696,000	24,696,000	5.77%

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	Class and number of securities
Thorney Technologies Ltd	Beneficial owner of voting shares	1,125,000 ordinary shares
Associates:		
Thorney Opportunities Ltd	Beneficial owner of voting shares	900,000 ordinary shares
Waislitz Family Foundation		300,000 ordinary shares
Jasforce Pty Ltd		220,000 ordinary shares
Urban Land Nominees Pty Ltd		185,000 ordinary shares
Thorney Investment Group	Beneficial owner of voting shares	21,966,000 ordinary shares
	Deemed relevant interest in shares held by Thorney Technologies Ltd by virtue of section 608(3)(b) of the Corporations Act 2001	1,125,000 ordinary shares
	Deemed relevant interest in shares held by Thorney Opportunities Ltd by virtue of section 608(3)(b) of the Corporations Act 2001	900,000 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	Class and number of securities
Thorney Technologies Ltd	HSBC Custody Nominees (Australia) Ltd	Thorney Technologies Ltd	1,125,000 ordinary shares
Thorney Opportunities Ltd	UBS Nominees Pty Ltd	Thorney Opportunities Ltd	900,000 ordinary shares
Thorney Investment Group	UBS Nominees Pty Ltd	Tiga Trading Pty Ltd	21,966,000 ordinary shares
Waislitz Family Foundation	Waislitz Charitable Corporation Pty Ltd	Waislitz Family Foundation	300,000 ordinary shares
Jasforce Pty Ltd	Jasforce Pty Ltd	Jasforce Pty Ltd	220,000 ordinary shares
Urban Land Nominees Pty Ltd	Urban Land Nominees Pty Ltd	Urban Land Nominees Pty Ltd	185,000 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	Class and number of securities
Thorney Technologies Ltd	27-Mar-17	\$2.00 per share	1,125,000 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 <i>Corporations Act 2001</i> the entities listed in Annexure A are deemed associates of Thorney Technologies Ltd in relation to the investment in Mesoblast 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

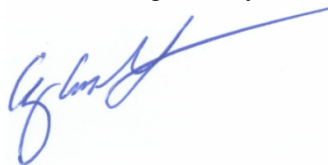
Sign here

Date 31 March 2017



ANNEXURE 'A'

This is Annexure A referred to in the Form 603 Notice of initial substantial holder signed by me and dated 31 March 2017.



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CRAIG SMITH
Secretary

ASSOCIATED ENTITIES DETAILS

Entity	Address
<u>Thorney Investment Group</u>	
Jamahjo Pty Ltd, ACN 117 488 696	c/- TWF Partners, Level 4, 25 Claremont Street, South Yarra, 3141
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
<u>Other associates</u>	
Jasforce Pty Ltd,	c/- TWF Partners, Level 4, 25 Claremont Street, South Yarra, 3141
Thorney Opportunities Ltd, ACN 080 167 264	Level 39, 55 Collins Street, Melbourne 3000
Urban Land Nominees Pty Ltd	c/- TWF Partners, Level 4, 25 Claremont Street, South Yarra, 3141
Waislitz Charitable Corporation Pty Ltd ACN 908 951 336 as trustee for the Waislitz Family Foundation	Level 39, 55 Collins Street, Melbourne 3000