

THORNEY PTY LTD

ABN 77 008 595 453

Level 11, 2 Southbank Boulevard, Southbank Vic 3006
Telephone +613 9921 7111 Facsimile +613 9921 7100

27 February 2009

BY ASX ONLINE - 5 pages

Manager Company Announcements
Australian Stock Exchange Limited
Level 10
20 Bond Street
SYDNEY NSW 2000

Dear Sir/Madam,

**Change in Interests or Entitlements of Substantial Shareholder
Allomak Limited [ASX:AMA]**

Due to dilution of Thorney's shareholding in Allomak Limited from ordinary shares issued under a Vendor Agreement approved at the AGM held 28 November 2008, we are required to lodge a change in substantial shareholder notice.

Following is a Form 604 *Notice of change in interests of substantial holder* dated 27 February 2009 in accordance with section 671B of the Corporations Act 2001 (the Act).

I confirm that the original Form 604 has been served on Allomak Limited by express post today pursuant to section 671B(1)(b) of the Act.

Yours sincerely,

AVEE WAISLITZ
Director

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: company name/scheme	ALLOMAK LIMITED
ACN/ARSN	ABN 50 113 883 560

1. Details of substantial holder

Name	THORNEY PTY LTD ("Thorney") ACN 008 595 453, THORNEY HOLDINGS PTY LTD ("Thorney Holdings") ACN 006 262 835 and R J CUSTODIANS PTY LTD ("RJ") ACN 074 747 096 and each of their related bodies corporate listed in the attached Schedule "A" to this Notice.
ACN (if applicable)	As above

There was a change in the interests of the substantial holder on 10/02/09

The previous notice was given to the company on 14/12/07

The previous notice was dated 14/12/07

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	8,901,305	7.02%	8,291,469	5.97%

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
20-Dec-07	Thorney	On market purchase	\$0.91 per share	298,695 ordinary shares	Thorney
2-Apr-08	Thorney	On market purchase	\$0.37 per share	129,098 ordinary shares	RJ
9-Jan-09	Thorney	On market sale	\$0.06 per share	185,000 ordinary shares	Thorney
12-Jan-09	Thorney	On market sale	\$0.06 per share	25,000 ordinary shares	Thorney
14-Jan-09	Thorney	On market sale	\$0.05 per share	245,000 ordinary shares	Thorney
16-Jan-09	Thorney	On market sale	\$0.04 per share	143,129 ordinary shares	Thorney
19-Jan-09	Thorney	On market sale	\$0.04 per share	19,000 ordinary shares	Thorney
21-Jan-09	Thorney	On market sale	\$0.04 per share	200,000 ordinary shares	Thorney
23-Jan-09	Thorney	On market sale	\$0.04 per share	50,000 ordinary shares	Thorney
27-Jan-09	Thorney	On market sale	\$0.04 per share	100,500 ordinary shares	Thorney
29-Jan-09	Thorney	On market sale	\$0.04 per share	100,500 ordinary shares	Thorney

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	Nature of relevant interest	Class and number of shares	Person's votes
Thorney Holdings	ANZ Nominees Ltd	Thorney Holdings	Beneficial Owner	5,537,637 ordinary shares	5,537,637
Thorney Investment Group Australia Pty Ltd	ANZ Nominees Ltd	N/A	By virtue of section 608 of the Corporations Act 2001	5,537,637 ordinary shares	
Jamahjo Pty Ltd	ANZ Nominees Ltd	N/A		5,537,637 ordinary shares	
Thorney	ANZ Nominees Ltd	Thorney	Beneficial Owner	2,624,734 ordinary shares	2,624,734
Thorney Capital Pty Ltd	ANZ Nominees Ltd	N/A	By virtue of section 608 of the Corporations Act 2001	2,624,734 ordinary shares	
Thorney Consolidated Holdings Pty Ltd	ANZ Nominees Ltd	N/A		2,624,734 ordinary shares	
Pratt Holdings Pty Ltd	ANZ Nominees Ltd	N/A		2,624,734 ordinary shares	
Pratt Consolidated Holdings Pty Ltd	ANZ Nominees Ltd	N/A		2,624,734 ordinary shares	
Pratt Group Holdings Pty Ltd	ANZ Nominees Ltd	N/A		2,624,734 ordinary shares	
R J	R J Custodians Pty Ltd	RJ	Beneficial Owner	129,098 ordinary shares	129,098

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 Holdings Pty Ltd	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
Thorney Pty Ltd	Level 11, 2 Southbank Boulevard, Southbank 3006
Thorney Capital Pty Ltd ACN 005 788 223	Level 11, 2 Southbank Boulevard, Southbank 3006
Thorney Consolidated Holdings Pty Ltd ACN 075 051 482	Level 11, 2 Southbank Boulevard, Southbank 3006
Pratt Holdings Pty Ltd ACN 004 421 961	Level 11, 2 Southbank Boulevard, Southbank 3006
Pratt Consolidated Holdings Pty Ltd ACN 104 958 581	Level 11, 2 Southbank Boulevard, Southbank 3006
Pratt Group Holdings Pty Ltd ACN 006 137 471	Level 11, 2 Southbank Boulevard, Southbank 3006
R J Custodians Pty Ltd	Level 11, 2 Southbank Boulevard, Southbank 3006

Signature

Print name AVEE WAISLITZ
Sign here

Capacity DIRECTOR
Date 27/02/2009

THIS IS THE SCHEDULE OF 2 PAGES REFERRED TO IN THE FORM 604 NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER SIGNED BY ME AND DATED 27 FEBRUARY 2009.

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AVEE WAISLITZ
 Director
 THORNEY PTY LTD

SCHEDULE 'A'

RELATED BODIES CORPORATE OF THORNEY PTY LTD

AAA Displays Pty Ltd, ACN 051 402 316, Level 11, 2 Southbank Boulevard, Southbank 3006
 Ace Print & Display Pty Ltd, ACN 000 639 743, Level 11, 2 Southbank Boulevard, Southbank 3006
 ARI R & D Holdings Pty Ltd, ACN 069 674 871, Level 11, 2 Southbank Boulevard, Southbank 3006
 Brisbane Airtrain Investment Pty Ltd, ACN 088 050 542, Level 11, 2 Southbank Boulevard, Southbank 3006
 Burihigh Terrace Pty Ltd, ACN 080 534 416, Level 11, 2 Southbank Boulevard, Southbank 3006
 Burihigh Terrace Management Pty Ltd, ACN 075 051 464, Level 11, 2 Southbank Boulevard, Southbank 3006
 Colstrup Pty Ltd, ACN 006 538 165, Level 11, 2 Southbank Boulevard, Southbank 3006
 Cotham Road Pty Ltd, ACN 098 015 055, Level 11, 2 Southbank Boulevard, Southbank 3006
 EEG R & D (Holdings) Pty Ltd, ACN 069 602 062, Level 11, 2 Southbank Boulevard, Southbank 3006
 Gosforth Pty Ltd, ACN 005 788 198, Level 11, 2 Southbank Boulevard, Southbank 3006
 HEP R & D Holdings Pty Ltd, ACN 069 095 174, Level 11, 2 Southbank Boulevard, Southbank 3006
 Ilaba Pty Ltd, ACN 069 171 160, Level 11, 2 Southbank Boulevard, Southbank 3006
 J. Gadsden Pty Ltd, ACN 005 878 995, Level 11, 2 Southbank Boulevard, Southbank 3006
 Kerbside Papers Limited, Level 3, 50 Anzac Avenue, Auckland, New Zealand
 Kingsthorpe Pty Ltd, ACN 006 449 903, Level 14, 600 St. Kilda Road, Melbourne 3004
 Lonsdale Mineral Exploration No. 2 Pty Ltd, ACN 081 412 348, Level 11, 2 Southbank Boulevard, Southbank 3006
 Mason Duflex Displays Pty Ltd, ACN 080 570 430, Level 11, 2 Southbank Boulevard, Southbank 3006
 McCredie Road Properties Pty Ltd, ACN 005 258 284, Level 14, 600 St. Kilda Road, Melbourne 3004
 McKoy Street Properties Pty Ltd, ACN 098 493 817, Level 11, 2 Southbank Boulevard, Southbank 3006
 MPC Quickpak Pty Ltd, ACN 094 313 461, Level 11, 2 Southbank Boulevard, Southbank 3006
 Northcourt Pty Ltd, ACN 006 564 870, Level 14, 600 St Kilda Road, Melbourne 3004
 OVS Investment Corporation Limited, ACN 009 119 199, Level 11, 2 Southbank Boulevard, Southbank 3006
 P & I Pty Ltd, ACN 000 619 018, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt & Co. Pty Ltd, ACN 005 967 555, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt & Nominees Pty Ltd, ACN 005 788 214, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt & Security Pty Ltd, ACN 005 787 161, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Aviation Pty Ltd, ACN 075 051 455, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Finance Pty Ltd, ACN 005 449 632, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Holdings No 2 Pty Ltd, ACN 104 958 572, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Holdings No 3 Pty Ltd, ACN 104 958 545, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Holdings No 4 Pty Ltd, ACN 104 958 518, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Infrastructure Pty Ltd, ACN 074 489 553, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Infrastructure Finance Pty Ltd, ACN 075 257 984, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Infrastructure No. 3 Pty Ltd, ACN 087 537 344, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt International Pty Ltd, ACN 005 787 959, Level 14, 600 St. Kilda Road, Melbourne 3004
 Pratt Investments Pty Ltd, ACN 005 019 027, Level 14, 600 St. Kilda Road, Melbourne 3004
 Pratt Pastoral Pty Ltd, ACN 098 839 304, Level 11, 2 Southbank Boulevard, Southbank 3006
 Pratt Research & Development Pty Ltd, ACN 005 534 609, Level 14, 600 St. Kilda Road, Melbourne 3004
 Pratt Water Pty Ltd, ACN 099 764 235, Level 11, 2 Southbank Boulevard, Southbank 3006
 Prickly Pty Ltd, ACN 075 290 032, Level 39, 55 Collins Street, Melbourne 3000
 Regional Recyclers Pty Ltd, ACN 069 806 462, Level 11, 2 Southbank Boulevard, Southbank 3006
 Rite Pak (Aust.) Pty Ltd, ACN 054 308 708, Level 11, 2 Southbank Boulevard, Southbank 3006
 Ruddi Pty Ltd, ACN 006 818 597, Level 11, 2 Southbank Boulevard, Southbank 3006
 Salvage Paper Pty Ltd, ACN 101 429 716, Level 11, 2 Southbank Boulevard, Southbank 3006
 Southern Paper Pty Ltd, ACN 090 908 188, Level 11, 2 Southbank Boulevard, Southbank 3006
 SPC One Properties Pty Ltd, ACN 008 545 542, Level 11, 2 Southbank Boulevard, Southbank 3006
 Sundowner Investments Pty Ltd, ACN 005 438 915, Level 11, 2 Southbank Boulevard, Southbank 3006
 Thorney Equities Pty Ltd, ACN 080 075 207, Level 11, 2 Southbank Boulevard, Southbank 3006
 Thorney Infrastructure No. 2 Pty Ltd, ACN 083 132 835, Level 11, 2 Southbank Boulevard, Southbank 3006
 Thorney Properties Pty Ltd, ACN 079 777 209, Level 11, 2 Southbank Boulevard, Southbank 3006
 Thorney Properties (Ballarat) Pty Ltd, ACN 106 693 725, Level 11, 2 Southbank Boulevard, Southbank 3006
 Triwall Pty Ltd, ACN 000 822 140, Level 11, 2 Southbank Boulevard, Southbank 3006

Visy Automation International Pty Ltd, ACN 118 294 090, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Board Pty Ltd, ACN 005 787 913, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Board (NZ) Limited, Level 3, 50 Anzac Avenue, Auckland, New Zealand
 Visy Board Paper Products Pty Ltd, ACN 005 534 396, Level 14, 600 St. Kilda Road, Melbourne 3004
 Visy Board Properties Pty Ltd, ACN 004 278 997, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Board (S.A.) Pty Ltd, ACN 008 268 371, 24-26 White Road, Gepps Cross 5094
 Visy Board (Wodonga) Pty Ltd, ACN 098 839 402, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Cartons Pty Ltd, ACN 095 321 592, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy CDL Services Pty Ltd, ACN 004 052 260, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Construction Pty Ltd, ACN 117 042 010, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Glama Pty Ltd, ACN 077 517 581, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Industries Australia Pty Ltd, ACN 004 337 615, Level 14, 600 St. Kilda Road, Melbourne 3004
 Visy Industries Holdings Pty Ltd, ACN 005 787 968, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Industries USA Pty Ltd, ACN 005 449 445, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Kraft Finance Pty Ltd, ACN 131 321 661, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Kraft Holdings Pty Ltd, ACN 086 513 199, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Leasing Pty Ltd, ACN 075 051 517, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Logistics Pty Ltd, ACN 113 119 298, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Packaging Pty Ltd, ACN 095 313 723, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Packaging Holdings Pty Ltd, ACN 095 132 317, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Packaging Properties Pty Ltd, ACN 095 190 524, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visypak Operations Pty Ltd, ACN 094 555 085, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Paper Pty Ltd, ACN 005 803 234, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Paper Technology Pty Ltd, ACN 000 154 638, Level 11, 2 Southbank Boulevard, Southbank 3006
 VisyPET Pty Ltd, ACN 099 764 119, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visypet (NZ) Limited, Level 3, 50 Anzac Avenue, Auckland, New Zealand
 Visy Plastics Pty Ltd, ACN 079 309 943, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Pulp and Paper Pty Ltd, ACN 086 513 144, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy R & D Pty Ltd, ACN 072 572 046, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Recycling (NZ) Limited, Level 3, 50 Anzac Avenue, Auckland, New Zealand
 Visy Recycling Australia Pty Ltd ACN 118 295 239, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Recycling MRFs Pty Ltd ACN 118 874 292, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Recycling Operations Pty Ltd, ACN 006 941 082, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Rigid Holdings (NZ) Limited, Level 3, 50 Anzac Avenue, Auckland, New Zealand
 Visy Rigid Packaging (NZ) Limited, Level 3, 50 Anzac Avenue, Auckland, New Zealand
 Visy Specialties Australasia Pty Ltd, ACN 006 262 844, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Tech Systems Pty Ltd, ACN 095 313 741, Level 11, 2 Southbank Boulevard, Southbank 3006
 Visy Woodyard Operations Pty Ltd, ACN 097 267 313, Level 11, 2 Southbank Boulevard, Southbank 3006
 VPP Logistics Pty Ltd, ACN 113 119 298, Level 11, 2 Southbank Boulevard, Southbank 3006
 Wax R & D Pty Ltd, ACN 070 023 095, Level 11, 2 Southbank Boulevard, Southbank 3006
 Yoni Pty Ltd, ACN 008 651 429, Level 11, 2 Southbank Boulevard, Southbank 3006

RELATED BODIES CORPORATE OF THORNEY HOLDINGS PTY LTD

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 (Doncaster East) 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
 Thistle Custodians Pty Ltd, ACN 078 027 193, Level 11, 2 Southbank Boulevard, Southbank 3006
 Thorney International Pty Ltd, ACN 132 886 698, Level 39, 55 Collins Street, Melbourne 3000
 Thorney Investments Pty Ltd, ACN 118 961 210, Level 39, 55 Collins Street, Melbourne 3000