SKYFII LIMITED

Harnessing big data to help drive customer loyalty and sales.

ASX: SKF

118 Devonshire Street SYDNEY NSW 2010 AUSTRALIA

T +61 2 8188 1188 W www.skyfii.com ABN 20 009 264 699



No. of Pages Lodged: 11

17 April 2015

The Manager Company Announcements Office ASX Limited Level 4, Exchange Centre 20 Bridge Street SYDNEY NSW 2000

Dear Sir/Madam

SKYFII LIMITED (ASX:SKF): ASIC FORM 603 NOTICES

Please find enclosed several ASIC Form 603 Notices for Avenue C Pty Ltd, Jagafii Pty Ltd, Bonduffmex Pty Ltd, Montella Investments Pty Ltd and Shanderlay Investments Pty Ltd.

These notices were required to be lodged by the Company's substantial shareholders in accordance with s 671B of the Corporations Act upon the completion of the acquisition of Skyfii Group Pty Ltd¹ by Skyfii Limited (previously RKS Consolidated Limited) which occurred prior to the reinstatement of the Company's securities to official quotation on ASX on 21 November 2014.

The obligation to lodge change in substantial shareholder notices lies with each substantial shareholder and not the Company.

Upon noticing the substantial shareholders' administrative oversight by substantial shareholders the Company undertook to assist the substantial shareholders to lodge the requisite notices in a timely manner.

Yours faithfully **SkyFii Limited**

Heath Roberts Company Secretary

The issue of shares occurred on 19 November 2014 as consideration for the acquisition of Skyfii Group Pty Ltd. Refer to replacement prospectus dated 15 October 2014.

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To: Company name/Scheme	Skyfii Limited
ACN/ARSN	009 264 699
1. Details of substantial ho	
Name	Avenue C Pty Ltd
ACN (if applicable)	
The holder became a substantial ho	older on 19 November 2014

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary shares	12,123,743	12,123,743	12.12% ¹

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 (7)	Class and number of securities	
Avenue C Pty Ltd	Pursuant to s608(1) of the Corporations Act – registered holder	12,123,743 ordinary shares	
Ben Brian Oscar White	Pursuant to s608(3)(b) of the Corporations Act – Ben Brian Oscar White controls Avenue C Pty Ltd	12,123,743 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 (8)	Class and number of securities	
Avenue C Pty Ltd Avenue C Pty Ltd		Avenue C Pty Ltd	12,123,743 ordinary shares	
Ben Brian Oscar White	Avenue C Pty Ltd	Avenue C Pty Ltd	12,123,743 ordinary shares	

5. Consideration

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of
		Cash	Non-cash	securities
Avenue C Pty Ltd, Ben Brian Oscar White	19 November 2014, issued as consideration for acquisition of Skyfii Group Pty Ltd. Refer to prospectus dated 15 October 2014.	-	-	11,623,743 ordinary shares
Avenue C Pty Ltd, Ben Brian Oscar White	19 November 2014	\$100,000.00	(-	500,000 ordinary shares

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

Name and ACN (if applicable)	Nature of association	
N/A	N/A	

7. Addresses

The addresses of the person named in this form are as follows:

Name		Address
Avenue C Pty Ltd		c/- One One Eagle Street, Level 26, 111 Eagle Street, Brisbane, QLD 4000
	Ben Brian Oscar White	c/- One One Eagle Street, Level 26, 111 Eagle Street, Brisbane, QLD 4000

Signature

Capacity Director of Avenue C Pty Ltd

sign here date 17 April 2015

DIRECTIONS

If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.

- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangements, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To: Company name/Scheme	Skyfii Limited	
ACN/ARSN	009 264 699	
Details of substantial ho Name	Ider (1) Jagafii Pty Ltd and its related bodies corporate	
ACN (if applicable)		
The holder became a substantial ho	older on 19 November 2014	

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary shares	11,439,243	11,439,243	11.44% ¹

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 (7)	Class and number of securities	
Jagafii Pty Ltd	Pursuant to s608(1) of the Corporations Act – registered holder	11,439,243 ordinary shares	
Jaga (NSW) Holdings Pty Ltd	Pursuant to s608(3)(b) of the Corporations Act – Jon Adgemis controls Jagafii Pty Ltd	11,439,243 ordinary shares	
Jon Adgemis	Pursuant to s608(3)(b) of the Corporations Act – Jon Adgemis controls Jagafii Pty Ltd	11,439,243 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 (8)	Class and number of securities
Jagafii Pty Ltd	Jagafii Pty Ltd	Jagafii Pty Ltd	11,439,243 ordinary shares
Jaga (NSW) Holdings Pty Ltd	Jagafii Pty Ltd	Jagafii Pty Ltd	11,439,243 ordinary shares
Jon Adgemis	Jagafii Pty Ltd	Jagafii Pty Ltd	11,439,243 ordinary shares

5. Consideration

Holder of relevant interest	5	Consideration (9)		Class and number of
	Date of acquisition	Cash	Non-cash	securities
Jagafii Pty Ltd, Jaga (NSW) Holdings Pty Ltd, Jon Adgemis	19 November 2014, issued as consideration for acquisition of Skyfii Group Pty Ltd. Refer to prospectus dated 15 October 2014.	~	-	11,439,243 ordinary shares

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

Name and ACN (if applicable)	Nature of association
N/A	N/A

Addresses

The addresses of the person named in this form are as follows:

Name	Address	
Jagafii Pty Ltd	c/- D.C. Cassimis & Co, Suite 104, Level 1, 35-45 Spring Street Bondi Junction, NSW 2022	
Jaga (NSW) Holdings Pty Ltd	c/- D.C. Cassimis & Co, Suite 104, Level 1, 35-45 Spring Street, Bondi Junction, NSW 2022	
Jon Adgemis	c/- D.C. Cassimis & Co, Suite 104, Level 1, 35-45 Spring Street, Bondi Junction, NSW 2022	

Signature

(2)

(3)

(4)

(5)

print name Jon Adgemis

Capacity Director of Jagafii Pty Ltd

sign here

date

17 April 2015

DIRECTIONS

If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.

See the definition of "associate" in section 9 of the Corporations Act 2001.

See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

The voting shares of a company constitute one class unless divided into separate classes.

The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

Include details of:

(a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangements, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

(b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown". Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To: Company name/Scheme	Skyfii Limited	
ACN/ARSN	009 264 699	
Details of substantial ho Name	older (1) Bonduffmex Pty Ltd	
ACN (if applicable)		
The holder became a substantial ho	older on 19 November 2014	

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary shares	7,956,690	7,956,690	7.96% ¹

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 (7)	Class and number of securities
Bonduffmex Pty Ltd	Pursuant to s608(1) of the Corporations Act – registered holder	7,956,690 ordinary shares
lan Robinson	Pursuant to s608(3)(b) of the Corporations Act – Ian Robinson controls Bonduffmex Pty Ltd	7,956,690 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 (8)	Class and number of securities
Bonduffmex Pty Ltd	Bonduffmex Pty Ltd	Bonduffmex Pty Ltd	7,956,690 ordinary shares
Ian Robinson	Bonduffmex Pty Ltd	Bonduffmex Pty Ltd	7,956,690 ordinary shares

5. Consideration

	Consideration (9)		Class and number of	
Holder of relevant interest	Date of acquisition	Cash	Non-cash	securities
Bonduffmex Pty Ltd, Ian Robinson	19 November 2014, issued as consideration for acquisition of Skyfii Group Pty Ltd. Refer to prospectus dated 15 October 2014.	-	-	7,956,690 ordinary shares

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

Name and ACN (if applicable)	Nature of association
N/A	N/A

Addresses

The addresses of the person named in this form are as follows:

Name	Address
Bonduffmex Pty Ltd	c/- Suite 405, Level 4, 56 Berry Street, North Sydney, NSW 2060
Ian Robinson	c/- Suite 405, Level 4, 56 Berry Street, North Sydney, NSW 2060

Signature

(1)

(7)

print name | Ian Robinson |

Capacity | Director of Bonduffmex Pty Ltd |

sign here | Am Almon | date | 17 April 2015

DIRECTIONS

- If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 - Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangements, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To: Company name/Scheme	Skyfii Limited
ACN/ARSN	009 264 699
Details of substantial hol	der (1)
Name	Montella Investments Pty Ltd
ACN (if applicable)	
The holder became a substantial ho	lder on 19 November 2014

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary shares	5,737,514	5,737,514	5.74% ¹

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 (7)	Class and number of securities
Montella Investments Pty Ltd	Pursuant to s608(1) of the Corporations Act – registered holder	5,737,514 ordinary shares
Rosemary White	Pursuant to s608(3)(b) of the Corporations Act – Rosemary White controls Montella Investments Pty Ltd	5,737,514 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 (8)	Class and number of securities
Montella Investments Pty Ltd	Montella Investments Pty Ltd	Montella Investments Pty Ltd	5,737,514 ordinary shares
Rosemary White	Montella Investments Pty Ltd	Montella Investments Pty Ltd	5,737,514 ordinary shares

5. Consideration

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of
		Cash	Non-cash	securities
Montella Investments Pty Ltd, Rosemary White	19 November 2014, issued as consideration for acquisition of Skyfii Group Pty Ltd. Refer to prospectus dated 15 October 2014.	-	-	5,737,514 ordinary shares

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

Name and ACN (if applicable)	Nature of association
N/A	N/A

Addresses

The addresses of the person named in this form are as follows:

Name	Address	
Montella Investments Pty Ltd	c/- One One Eagle Street, Level 26, 111 Eagle Street, Brisbane, QLD 4000	
Rosemary White	c/- One One Eagle Street, Level 26, 111 Eagle Street, Brisbane, QLD 4000	

Signature

print name	Andrew Jamson			
Capacity	Director of Montella Investments Pty Ltd			
sign here	Aust	date	17 April 2015	

DIRECTIONS

If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.

- See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangements, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To: Company name/Scheme

Skyfii Limited

ACN/ARSN

009 264 699

1. Details of substantial holder (1)

Name

Shanderlay Investments Pty Ltd

ACN (if applicable)

The holder became a substantial holder on

19 November 2014

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary shares	5,737,514	5,737,514	5.74% ¹

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 (7)	Class and number of securities
Shanderlay Investments Pty Ltd	Pursuant to s608(1) of the Corporations Act – registered holder	5,737,514 ordinary shares
Brian Raymond White	Pursuant to s608(3)(b) of the Corporations Act – Brian Raymond White controls Shanderlay Investments Pty Ltd	5,737,514 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 (8)	Class and number of securities
Shanderlay Investments Pty Ltd	Shanderlay Investments Pty Ltd	Shanderlay Investments Pty Ltd	5,737,514 ordinary shares
Brian Raymond White	Shanderlay Investments Pty Ltd	Shanderlay Investments Pty Ltd	5,737,514 ordinary shares

5. Consideration

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of
		Cash	Non-cash	securities
Shanderlay Investments Pty Ltd, Brian Raymond White	19 November 2014, issued as consideration for acquisition of Skyfii Group Pty Ltd. Refer to prospectus dated 15 October 2014.	± = = = = = = = = = = = = = = = = = = =	-	5,737,514 ordinary shares

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

Name and ACN (if applicable)	Nature of association
N/A	N/A

Addresses

The addresses of the person named in this form are as follows:

Name	Address
Shanderlay Investments Pty Ltd	c/- One One Eagle Street, Level 26, 111 Eagle Street, Brisbane, QLD 4000
Brian Raymond White	c/- One One Eagle Street, Level 26, 111 Eagle Street, Brisbane, QLD 4000

Signature

print name	Andrew Jamson			
Capacity	Director of Shanderlay Investments Pty Ltd			
sign here	A Date	date	17 April 2015	

DIRECTIONS

- If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- See the definition of "associate" in section 9 of the Corporations Act 2001.
- See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 -) Include details of:

(2)

(3)

- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangements, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
- (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".

Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.