

# 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

<b>Name of entity</b> SKYFII LIMITED
<b>ABN</b> 20 009 264 699

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.

<b>Name of Director</b>	James Scott
<b>Date of last notice</b>	22 December 2016

### 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

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

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	15 February 2017
<b>No. of securities held prior to change</b>	1,144,177 Fully Paid Ords personally 479,877 Fully paid Ords via spouse 3,250,000 options: various exercise prices - personally
<b>Class</b>	Fully paid ordinary shares
<b>Number acquired</b>	79,365 Fully Paid Ords (SPP)
<b>Number disposed</b>	0

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Via SPP offer at \$0.063 per share
<b>No. of securities held after change</b>	1,223,542 Fully Paid Ords personally 479,877 Fully paid Ords via spouse 3,250,000 options: various exercise prices - personally
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issues pursuant to shareholder approval and on market acquisition (refer above)

### 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.

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

### Part 3 – +Closed period

+ See chapter 19 for defined terms.

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	No/NA
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?	-

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<sup>+</sup> See chapter 19 for defined terms.

# 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 SkyFii Ltd
ABN 20 009 264 699

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	Wayne Arthur
Date of last notice	1 March 2016

### 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

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

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	15 February 2017
No. of securities held prior to change	11,626,211 Fully paid ordinary shares: Karibu Pty Ltd 550,000 ESP Shares: Wayne Arthur
Class	ESP shares – pursuant to shareholder approval
Number acquired	1,225,000
Number disposed	0
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	As per ESP terms; notional price \$0.065 per share.
No. of securities held after change	11,626,211 Fully paid ordinary shares: Karibu Pty Ltd 1,225,000 ESP Shares: Wayne Arthur 550,000 ESP Shares: Wayne Arthur

+ See chapter 19 for defined terms.

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### Change of Director's Interest Notice

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<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issued under the Company's ESP, pursuant to shareholder approval.
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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.

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

#### Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	-
<b>If prior written clearance was provided, on what date was this provided?</b>	-

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<sup>+</sup> See chapter 19 for defined terms.

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## 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

<b>Name of entity</b> Skyfii Ltd
<b>ABN</b> 20 009 264 699

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.

<b>Name of Director</b>	Andrew Johnson
<b>Date of last notice</b>	30 January 2017

### 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*

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

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	15 February 2017
<b>No. of securities held prior to change</b>	1,441,617 Fully paid ords 1,750,000 options: various exercise prices
<b>Class</b>	Fully paid ords
<b>Number acquired</b>	79,365 fully paid ords (SPP)
<b>Number disposed</b>	0
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0.063 per share pursuant to SPP
<b>No. of securities held after change</b>	1,520,982 Fully paid ords 1,750,000 options: various exercise prices

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

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<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market purchase
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#### Part 2 – Change of director's interests in contracts N/A

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.

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

#### Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	-
<b>If prior written clearance was provided, on what date was this provided?</b>	-

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<sup>+</sup> See chapter 19 for defined terms.

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To: Company name/Scheme

Skyfii Limited

ACN/ARSN

009 264 699

**1. Details of substantial holder (1)**

Name

Jagafii Pty Ltd and its related bodies corporate

ACN (if applicable)

164 509 193

There was a change in the interests of the substantial holder on

10 February 2017

The previous notice was given to the company on

11 November 2015

The previous notice was dated

11 November 2015

**2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	14,378,638	10.19% <sup>1</sup>	41,865,060	16.56% <sup>2</sup>

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
10 February 2017	Jagafii Pty Ltd	Issue of shares	\$726,470.39	11,531,276 ordinary shares	11,531,276
21 December 2016	Jagafii Pty Ltd	Issue of shares	\$773,529.62	12,278,248 ordinary shares	12,278,248
26 February 2016	Jagafii Pty Ltd	Issue of shares to Skyfii vendors	N/A	3,676,898 ordinary shares	3,676,898

**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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Jagafii Pty Ltd	Jagafii Pty Ltd	Jagafii Pty Ltd	Pursuant to s608(1) of the Corporations Act – registered holder	41,865,060 ordinary shares	41,865,060
Jaga (NSW) Holdings Pty Ltd	Jagafii Pty Ltd	Jagafii Pty Ltd	Pursuant to s608(3)(b) of the Corporations Act – Jon Adgemis controls Jagafii Pty Ltd	41,865,060 ordinary shares	41,865,060
Jon Adgemis	Jagafii Pty Ltd	Jagafii Pty Ltd	Pursuant to s608(3)(b) of the Corporations Act – Jon Adgemis controls Jagafii Pty Ltd	41,865,060 ordinary shares	41,865,060

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

<sup>1</sup> Based on 141,135,189 ordinary shares outstanding as at 9 November 2015.

<sup>2</sup> Based on 252,785,891 ordinary shares outstanding as at 10 February 2017.



**6. Addresses**

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

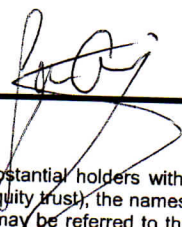
Name	Address
Jagafii Pty Ltd	c/- D.C. Cassimis & Co, Suite 104, Level 1, 35-45 Spring Street, Bondi Junction, NSW 2022
Jaga (NSW) Holdings Pty Ltd	c/- D.C. Cassimis & Co, Suite 104, Level 1, 35-45 Spring Street, Bondi Junction, NSW 2022
Jon Adgemis	c/- D.C. Cassimis & Co, Suite 104, Level 1, 35-45 Spring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

**Signature**

print name Jon Adgemis

Capacity Director of Jagafii Pty Ltd

sign here



date 17  February 2017

**DIRECTIONS**

- (1) 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 6 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.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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 arrangement, 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).
- (7) See the definition of "relevant agreement" in section 9 of the Corporations Act 2001. 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.
- (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".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To: Company name/Scheme Skyfii Limited  
ACN/ARSN 009 264 699

### 1. Details of substantial holder (1)

Name Karibu Pty Ltd  
ACN (if applicable) 167 195 422  
There was a change in the interests of the substantial holder on 14 February 2017  
The previous notice was given to the company on 11 November 2015  
The previous notice was dated 11 November 2015

### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	8,829,836	6.26% <sup>1</sup>	13,401,211	5.14% <sup>2</sup>

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
10 February 2017	Mr Wayne Arthur	Issue of Employee Share Plan (ESP) Shares	Notional issue price of \$0.065 per ESP share, with a loan from the Company in accordance with the ESP	1,225,000 ordinary shares	1,225,000
26 February 2016	Karibu Pty Ltd	Issue of shares to Skyfii vendors	N/A	2,796,375 ordinary shares	2,796,375
23 December 2015	Mr Wayne Arthur	Issue of Employee Share Plan (ESP) Shares	Notional issue price of \$0.148 per ESP share, with a loan from the Company in accordance with the ESP	550,000 ordinary shares	550,000

### 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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Karibu Pty Ltd	Karibu Pty Ltd	Karibu Pty Ltd	Pursuant to s608(1) of the Corporations Act – registered holder	13,401,211 ordinary shares	13,401,211
Wayne Arthur	Karibu Pty Ltd	Karibu Pty Ltd	Pursuant to s608(3)(b) of the Corporations Act – Wayne Arthur controls Karibu Pty Ltd	13,401,211 ordinary shares	13,401,211

<sup>1</sup> Based on 141,135,189 ordinary shares outstanding as at 11 November 2015.

<sup>2</sup> Based on 260,579,534 ordinary shares outstanding as at 14 February 2017.

## 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

## 6. Addresses

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

Name	Address
Karibu Pty Ltd	c/- Suite 405, Level 4, 56 Berry Street, North Sydney, NSW 2060
Wayne Arthur	c/- Suite 405, Level 4, 56 Berry Street, North Sydney, NSW 2060

**Signature**

print name Wayne Arthur

Capacity Director of Karibu Pty Ltd

sign here



date

15 February 2017

## DIRECTIONS

- (1) 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 6 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.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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 arrangement, 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.
- (7) 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.
- (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".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**Form 605**  
Corporations Act 2001  
Section 671B

**Notice of ceasing to be a substantial holder**

To: Company name/Scheme

Skyfii Limited

ACN/ARSN

009 264 699

**1. Details of substantial holder (1)**

Name

Bonduffmex Pty Ltd

ACN (if applicable)

167 171 360

The holder ceased to be a substantial holder on

14 February 2017

The previous notice was given to the company on

11 November 2015

The previous notice was dated

11 November 2015

**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
14 February 2017	Mr Ian Robinson	Dilution due to issue of shares	N/A	12,982,848 ordinary shares	12,982,848
14 February 2017	Bonduffmex Pty Ltd	Dilution due to issue of shares	N/A	11,307,848 ordinary shares	11,307,848
10 February 2017	Mr Ian Robinson	Issue of Employee Share Plan (ESP) Shares	Notional issue price of \$0.065 per ESP share, with a loan from the Company in accordance with the ESP	1,225,000 ordinary shares	1,225,000
10 February 2017	Bonduffmex Pty Ltd	Issue of shares	\$49,999.95	793,650 ordinary shares	793,650
26 February 2016	Bonduffmex Pty Ltd	Issue of shares to Skyfii vendors	N/A	2,557,508 ordinary shares	2,557,508
23 December 2015	Mr Ian Robinson	Issue of Employee Share Plan (ESP) Shares	Notional issue price of \$0.148 per ESP share, with a loan from the Company in accordance with the ESP	450,000 ordinary shares	450,000

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

**4. 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

print name Ian Robinson

Capacity Director of Bonduffmex Pty Ltd

sign here



date

14 February 2017

### DIRECTIONS

- (1) 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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 arrangement, 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.