

26 November 2018

Scheme of arrangement is legally effective

Spookfish Limited ("Spookfish") (ASX:SFI) announces that a copy of the orders of the Federal Court of Australia ("Court"), approving the scheme of arrangement under which Eagle View Technologies, Inc. ("EagleView") will acquire all of the remaining issued ordinary shares in Spookfish that it does not already own as at the Scheme Record Date, being 3 December 2018 ("Scheme"), has been lodged with the Australian Securities and Investments Commission ("ASIC").

As a result, the Scheme is now legally effective. A copy of the Court's orders as lodged with ASIC is attached to this announcement.

Spookfish will now apply for its shares to be suspended from trading on the ASX with effect from the close of trading today.

On the Scheme becoming legally effective, Spookfish Chairman Jason Marinko thanked shareholders and management for their support.

"On behalf of the Board I would like to thank all shareholders who have bought and owned Spookfish shares over the years. Your support since the company floated has enabled us to develop our leading aerial imaging technology, introduce it to the global market and attract interest from several industry-leading companies."

"I would also like to acknowledge all members of the Spookfish team, both past and present, for their contribution to the company's successful evolution from start-up to its position today as an attractive addition to the EagleView business."

"Spookfish now looks forward to the start of its exciting future as part of the EagleView group and we wish them every future success."

Timetable and next steps

The timetable for implementation of the Scheme remains as follows:

Event	Time and Date
Scheme Record Date for determining entitlements to Scheme Consideration	5.00pm (Perth time) on 3 December 2018
Implementation Date	10 December 2018
Payment of Scheme Consideration to be made to Scheme Shareholders	

Capitalised terms in the timetable above have the meaning given to them in the Scheme Booklet announced to the ASX on Friday 12 October 2018.



Scheme Consideration

Spookfish shareholders will receive the Scheme Consideration of A\$0.09 for each Spookfish share held by them at the Scheme Record Date.

Shareholder Information Line

Spookfish shareholders who have questions in relation to the Scheme should contact the Spookfish Shareholder Information Line on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside of Australia) between 5.30am and 2.00pm (Perth time) on business days.

For further information, please contact:

John Gardner
Citadel-MAGNUS
P: +61 8 6160 4901
M: +61 413 355 997

About Spookfish

Spookfish Limited (ASX:SFI) is an Australian listed public company focused on the development and commercialisation of premium next generation geospatial imagery products and services. By starting from a clean sheet and challenging what was thought impossible, Spookfish's revolutionary technology enables rapid imaging of vast areas in high resolution from a multitude of angles at a fraction of the cost of contemporary systems. Spookfish aims to use these capabilities to make it easy for organisations of all sizes to gain access to premium imagery content and pervasive 3D models allowing concise, accurate and cost effective decision-making.

About EagleView

EagleView is the leading provider of high-resolution aerial imagery, property data analytics and structural measurements for government agencies, insurance carriers, roofing contractors and energy utilities. Using patented image capture techniques, 3D aerial measurement software and machine learning processes, EagleView helps customers answer questions related to millions of properties throughout the world. With a sixty-petabyte library of oblique and orthogonal Pictometry® aerial imagery dating back to 2001 and the capacity to process tens of thousands of roof measurement reports per day, EagleView enables organizations to reduce field visits and adopt faster, safer and more cost-effective workflows. For more information, contact (866) 659-8439 or visit www.EagleView.com.



Federal Court of Australia

District Registry: Western Australia

Division: General

No: WAD421/2018

SPOOKFISH LIMITED ACN 123 511 017 and another/others named in the schedule
Plaintiff

ORDER

JUDGE: JUSTICE BANKS-SMITH

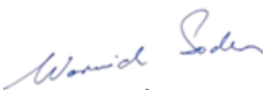
DATE OF ORDER: 23 November 2018

WHERE MADE: Perth

THE COURT ORDERS THAT:

1. Pursuant to s 411(4)(b) of the *Corporations Act 2001* (Cth) (Act), the scheme of arrangement between the plaintiff and its shareholders (Scheme), in the form which appears at Annexure C of the Scheme Booklet that was dispatched to shareholders in accordance with the orders made by the Court on 12 October 2018, be approved.
2. Pursuant to s 411(12) of the Act, the plaintiff be exempted from complying with s 411(11) of the Act in relation to the Scheme.
3. The plaintiff lodge an office copy of these orders with the Australian Securities and Investments Commission as soon as practicable.

Date that entry is stamped: 23 November 2018


Registrar



Schedule

No: WAD421/2018

Federal Court of Australia

District Registry: Western Australia

Division: General

Interested Person EAGLE VIEW TECHNOLOGIES, INC.