

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme

RIOTEL CAPITAL PTY LTD

ACN/ARSN

45 091 979 172

1. Details of substantial holder(s)

Name

NICHOLAS DE RABERT McDONALD

ACN/ARSN (if applicable)

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

13/1/05

The previous notice was given to the company on:

11/12/04

The previous notice was dated:

5/12/04

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) has a relevant interest (3) in when last required and when next 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	6,057,700	7.02%	1,371,455	8.67%

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 or scheme 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
13/1/05	Nicholas McDonald	PURCHASES	VARIOUS	1	1,371,455

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 (9)	Class and number of securities	Person's votes
N. McDonald	Nicholas McDonald		MEMBER	FPD	1,371,455
N. McDonald	Nicholas McDonald		DIRECTOR	FPD	1,579,000

601 page 2/2 15 July 2011

3. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (3) with the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACRN/ASIN (if applicable)	Nature of association

4. Addresses

The addresses of persons entered in this form are as follows:

Name	Address
NICHOLAS DONALD McDONALD	244A THE POINT ROAD INDEMNITY AVE 2115
PERITDOWN PTY LTD	244A THE POINT ROAD INDEMNITY AVE 2115

Signature

print name NICHOLAS McDONALD capacity DIRECTOR

sign here NJ McDONALD date 15/1/15

DIRECTIONS

- (1) If there is 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 annex 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 604 and 611B(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 of the relevant shares multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If sub-section 671(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 the 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 964 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 event of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisition, 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(s) if the relevant interest arises because of an option with "knockout".
- (9) Over the life, if appropriate, of the present association and any change in that association since the last substantial holding notice.