

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>Monaco Donald P</b>			<b>REALBIZ MEDIA GROUP, INC [ RBIZ</b>			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>201 W. PASSAIC STREET, SUITE 301</b>			<b>11/19/2015</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>ROCHELLE PARK, NJ 07662</b>			<b>12/16/2015</b>			<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)			(State)			(Zip)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/30/2015	11/30/2015	A		6000000	A	\$0.05	9587302	I	See footnote (1)
Common Stock	11/19/2015	11/19/2015	A		1000000	A	\$0.05 (2)	3587302	I	See footnote (1)

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrant	\$0.05	11/30/2015		A		6000000		11/30/2015	11/30/2016	Common Stock	6000000	\$0.05	6000000	I	See footnote (1)
Monaker Group, Inc. Convertible Debt	(6)	11/20/2015	11/20/2015	M		\$975000 (6)		(6)	(6)	Common Stock	(6)	(6)	0 (6)	I (6)	See footnote (6)
Series C Preferred Stock	\$0.0500 (3)							8/6/2015	(4)	Common Stock	2000000		20000	I	See footnote (3)
Monaker Group, Inc. Series A Preferred	(5)							1/30/2012	1/30/2012	Common Stock	10750000		1075000	I	See footnote (5)

**Explanation of Responses:**

- (1) Donald P. Monaco is the owner and control person of Monaco Investment Partners, LP, the owner of the above referenced security.
- (2) The Reporting Person agreed to cancel indebtedness under a \$50,000 promissory note dated August 28, 2015 and due February 28, 2016 in consideration of the shares
- (3) Mr. Monaco is the control person of Monaco Investment Partners, II, LP, the owner of the Series C Preferred Stock. Each share of Series C Preferred Stock is convertible into that number of shares of common stock as is determined by dividing (A) the stated value (\$5) by (B) the conversion price then in effect (\$0.05). In addition, the Series C Preferred vote with the common stockholders and each holder of Series C Preferred Stock is entitled to the number of votes equal to one hundred (100) votes for each share of common stock into which the Series C can be converted. Accordingly, Mr. Monaco's shares of Series C Preferred entitle him to 200 million votes on any matter presented to the holders of common stock for a vote.
- (4) Not applicable.
- (5) Mr. Monaco is the indirect principal of (i) 575,000 shares of Monaker Group Inc. Series A Preferred Stock owned directly by the Monaco Investment Partners

- 5) II, LP and (ii) 500,000 shares of Monaker Group, Inc. Series A Preferred Stock owned directly by the Donald P Monaco Insurance Trust. Mr. Monaco is the indirect beneficial owner of these aggregate 1,075,000 shares of Monaker Group, Inc. Series A Preferred Stock that are convertible into 10,750,000 shares of common stock (the "Common Stock") of RealBiz Media Group, Inc. (the "Company"). Each share of Monaker Group, Inc. Series A Preferred Stock is convertible into 10 shares of the Issuer's Common Stock.
- ( The Amendment is being filed to report the retirement of the Monaker Group Inc. Convertible Debt on November 20, 2015. This debt by its terms was
- 6) convertible into either (i) Monaker Group, Inc. securities OR (ii) series B Preferred Stock of the Issuer which was ultimately convertible into 19.5 million shares of the Issuer's common stock. The reporting person converted this debt into securities of Monaker Group, Inc. on November 20, 2015 and accordingly no shares of the Issuer's stock were issued upon such conversion and retirement.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Monaco Donald P</b> <b>201 W. PASSAIC STREET, SUITE 301</b> <b>ROCHELLE PARK, NJ 07662</b>	X	X		

**Signatures**

/s/ Donald P. Monaco

2/9/2016

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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