

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

QUEST INVESTMENTS LIMITED

ABN

004 749 044

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | Options   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 44,661,716  |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Exercise price : Twenty cents for one ordinary share per option<br>Expiry date : 30 June 2010 |

+ See chapter 19 for defined terms.

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<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>No</p> <p>All shares issued upon exercise of the Options will rank pari passu in all respects with the Company's then existing ordinary fully paid shares.</p> <p>There are no participating rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options.</p>						
<p>5 Issue price or consideration</p>	<p>Nil</p>						
<p>6 Purpose of the issue          (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The purpose of the Issue is to provide Shareholders with an opportunity to participate in the continued growth of the Company. No funds will be raised through the issue of the Options pursuant to this Prospectus, however if all the Options are exercised, the Company will receive approximately \$8,932,343. Any funds raised upon the exercise of any of the Options will be allocated to the Company's working capital.</p>						
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>26 May 2009</p>						
<p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="686 1456 989 1500">Number</th> <th data-bbox="989 1456 1279 1500"><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1500 989 1590">44,661,716</td> <td data-bbox="989 1500 1279 1590">Fully paid ordinary shares</td> </tr> <tr> <td data-bbox="686 1590 989 1722">44,661,716</td> <td data-bbox="989 1590 1279 1722">Options</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	44,661,716	Fully paid ordinary shares	44,661,716	Options
Number	<sup>+</sup> Class						
44,661,716	Fully paid ordinary shares						
44,661,716	Options						

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	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	300,000	2004 executive options
	900,000	2005 executive options
	724,000	2007 executive options
	597,590	Employee share plan
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable	

## Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?	No
12 Is the issue renounceable or non-renounceable?	Non-renounceable
13 Ratio in which the +securities will be offered	1 For 1
14 +Class of +securities to which the offer relates	Options
15 +Record date to determine entitlements	13 May 2009
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
17 Policy for deciding entitlements in relation to fractions	Not applicable
18 Names of countries in which the entity has +security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	Not applicable
19 Closing date for receipt of acceptances or renunciations	Not applicable

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20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
22	Names of any brokers to the issue	Not applicable
23	Fee or commission payable to the broker to the issue	Not applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	Not applicable
25	If the issue is contingent on +security holders' approval, the date of the meeting	Not applicable
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Prospectus will be sent with transaction confirmation statement being 26 May 2009
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	Not applicable
28	Date rights trading will begin (if applicable)	Not applicable
29	Date rights trading will end (if applicable)	Not applicable
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	Not applicable
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	Not applicable

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- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)? Not applicable
- 33 <sup>+</sup>Despatch date 26 May 2009

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of securities  
(tick one)
- (a)  Securities described in Part 1
- (b)  All other securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

- 35  If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories  
1 - 1,000  
1,001 - 5,000  
5,001 - 10,000  
10,001 - 100,000  
100,001 and over
- 37  A copy of any trust deed for the additional <sup>+</sup>securities

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

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**Entities that have ticked box 34(b)**

38 Number of securities for which  
 +quotation is sought

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39 Class of +securities for which  
 quotation is sought

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40 Do the +securities rank equally in all  
 respects from the date of allotment  
 with an existing +class of quoted  
 +securities?

If the additional securities do not  
 rank equally, please state:

- the date from which they do
- the extent to which they  
 participate for the next dividend,  
 (in the case of a trust,  
 distribution) or interest payment
- the extent to which they do not  
 rank equally, other than in  
 relation to the next dividend,  
 distribution or interest payment

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41 Reason for request for quotation  
 now

Example: In the case of restricted securities, end of  
 restriction period

(if issued upon conversion of  
 another security, clearly identify that  
 other security)

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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

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+ See chapter 19 for defined terms.

**Quotation agreement**

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
  
- 2 We warrant the following to ASX.
  - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
  
  - There is no reason why those +securities should not be granted +quotation.
  
  - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.  
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
  
  - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
  
  - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
  
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
  
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..... Date: 4 May 2009  
(Director)

Print name: Wee Tiong Chiang

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**QUEST INVESTMENTS LIMITED****Top 20 Option Holders**

<b>Rank</b>	<b>Name</b>	<b>Options</b>
1.	MURCHISON HOLDINGS LTD	19,594,802
2.	QUEST STOCKBROKERS (HK) LIMITED <CLIENT A/C>	10,310,541
3.	QUEST STOCKBROKERS (HK) LTD <CLIENTS A/C>	4,577,620
4.	ANZ NOMINEES LIMITED <CASH INCOME A/C>	2,021,682
5.	MR CHENG TUAN DONALD TEO	1,000,000
6.	FORTIS CLEARING NOMINEES P/L <NEXT CUSTODIAN A/C>	932,000
7.	QUEST STOCKBROKERS(HK)LIMITED <CLIENT A/C>	746,397
8.	MR WEE TIONG CHIANG	588,000
9.	STAR BLOOM INVESTMENT LIMITED	555,000
10.	MRS CHEOW MOI CHUA	500,000
11.	M Q SERVICES PTY LTD	455,696
12.	BRONTE INDUSTRIES PTY LTD <NO 2 ACCOUNT>	320,000
13.	PAULON ASSETS LIMITED	260,300
14.	WELLBUILD INTERNATIONAL LIMITED	231,500
15.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	210,000
16.	QUEST STOCKBROKERS (HK) LIMITED <CLIENT A/C>	210,000
17.	NATIONAL NOMINEES LIMITED	200,000
18.	MEUTER ANDRE	100,000
19.	MARTIN PLACE SECURITIES NOMINEES PTY LTD <QUESTSTOCKBROKERSCLIENT A/C>	93,000
20.	DMG & PARTNERS SECURITIES PTE LTD <CLIENTS A/C>	91,000

**QUEST INVESTMENTS LIMITED**

**Option distribution schedule**

<b>Distribution</b>	<b>Total Option holders</b>	<b>Options</b>
1 - 1,000	881	135,773
1,001 - 5,000	138	425,480
5,001 - 10,000	43	307,851
10,001 - 100,000	29	1,079,074
100,001 and over	17	42,713,538
<b>Total</b>	<b>1,108</b>	<b>44,661,716</b>