

Appendix 3X

Initial 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 30/9/2001.

Name of entity	Bentley Equities Limited (BEL)
ABN	87 008 108 218

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Farooq Khan
Date of appointment	2 December 2003

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Number of Securities	Class of Securities
None	Not Applicable

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest.	Number of Securities	Class of Securities
Software Communication Group Limited (SOF)	5,936,772	Fully Paid Ordinary Shares
Fast Scout Limited (FSL)	400,000	Fully Paid Ordinary Shares
Queste Communications Limited (QUE)	194,589	Fully Paid Ordinary Shares

Notes:

- (1) SOF, FSL and QUE are taken to have a relevant interest in each other company's registered shareholding in BEL pursuant to a Memorandum of Understanding dated 30 September 2003 (**MOU**) (a copy of which was attached to the Notice of Initial Substantial Holder lodged by such companies dated 30 September 2003);
- (2) Farooq Khan (and associated companies) are taken under section 608(3)(a) of the Corporations Act to have a relevant interest in the BEL shares in which QUE has a relevant interest by reason of having voting power of 20.77% in QUE;
- (3) But for the MOU, Farooq Khan would be taken under section 608(3)(a) of the Corporations Act to have a relevant interest only in the BEL shares registered to QUE, being 194,589 ordinary fully paid shares in BEL.

Part 3 – Director's interests in contracts

Detail of contract	None
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
No. and class of securities to which interest relates	Not Applicable



.....
Farooq Khan

3 December 2003