

Form **604**
Corporations Act
671B**Notice of change in interests of substantial holder**To: Company Name/Scheme: **QUESTE COMMUNICATIONS LTD (QUE)**ACN/ARSN **081 688 164****1. Details of substantial holder⁽¹⁾**name **FAROOQ KHAN**

and associated company:

Island Australia Pty Ltd (A.C.N. 073 447 300)

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **27 April 2012**.The previous notice was given to the company on **12 August 2003**.The previous notice was dated **12 August 2003**.**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⁾ had a relevant interest⁽³⁾ in when last required, and when now 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 Shares	6,108,061	20.772%	5,954,944	19.898%
Voting power is based on QUE's total voting shares	29,404,879 total voting shares comprising 28,404,879 fully paid ordinary shares and 1,000,000 voting shares attributable to 20,000,000 partly paid shares (paid to one cent with 19 cents per share outstanding)		29,927,379 total voting shares comprising 28,404,879 fully paid ordinary shares and 1,522,500 voting shares attributable to 20,000,000 partly paid shares (paid to 1.5225 cents with 18.4775 cents per share outstanding)	

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
4 July 2008	Farooq Khan	On-market purchase of shares	\$1,187.36	5,883	5,883
11 July 2008	Farooq Khan	On-market purchase of shares	\$2,960.00	16,000	16,000
14 June 2011	Farooq Khan	Off-market transfer of shares from Skin-Plex to Farooq Khan	\$3,000.00	20,000	20,000
14 June 2011	Farooq Khan	Off-market transfer of shares from Essential Earth to Farooq Khan	\$3,000.00	20,000	20,000
27 April 2012	Farooq Khan	On-market sale of shares	\$17,377.50	175,000	175,000

Note:

- (a) SKIN-PLEX and ESSENTIAL EARTH were associated companies named in (1) in the previous notice as they held shares in QUE; Both these companies disposed of all of their shares in QUE to F KHAN pursuant to the 14 June 2011 transactions referred to above.

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 ⁽⁶⁾	Class and number of securities	Person's votes
Farooq Khan	Farooq Khan	Farooq Khan	Registered holder of shares in the Company	2,286,367	Ordinary Shares
Farooq Khan	Island	Island	Taken under section 608(3)(b) of the Corporations Act to have a relevant interest in shares in QUE held by Island, by reason of Farooq Khan having control of Island	3,668,577	Ordinary Shares
TOTALS				5,954,944	

5. Changes in association

The persons who have become associates⁽²⁾ of, ceased to be associates of, or have change the nature of their association⁽⁹⁾ with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

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

Name	Address
Farooq Khan	C/- Level 14, The Forrest Centre, 221 St Georges Terrace, Perth, Western Australia 6000
Island Australia Pty Ltd (A.C.N. 073 447 300) (Island)	C/- Attewells Accountants, Unit 9, Settlers Court, 123B Avon Terrace, York, WA 6302
Skin-Plex Laboratories Pty Ltd (A.C.N. 009 424 560) (Skin-Plex)	C/- Attewells Accountants, Unit 9, Settlers Court, 123B Avon Terrace, York, WA 6302
The Essential Earth Pty Ltd (A.C.N. 009 029 305) (Essential Earth)	C/- Attewells Accountants, Unit 9, Settlers Court, 123B Avon Terrace, York, WA 6302

Signature

print name Farooq Khan

capacity Personally and as Director of Island

sign here

date 30 April 2012

DIRECTIONS

⁽¹⁾ If there are 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 annexure 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.

⁽³⁾ See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act.

⁽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 corporate or scheme multiplied by 100.

⁽⁶⁾ Include details of:

- (a) any relevant agreement or other circumstance because of which the change in relevant interest occurred. If subsection 671B(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 this 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 9 of the Corporations Act.

⁽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 not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, 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 (eg if the relevant interest arises because of an option) write "unknown".

⁽⁹⁾ Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.