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QUESTE
COMMUNICATIONS LTD

A.B.N 58 081 688 164

2022

ANNUAL REPORT

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Queste's 2022**Corporate Governance Statement**

can be found at the following URL on the Company's website:
www.queste.com.au/corporate-governance

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- Market Announcements
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CORPORATE DIRECTORY**BOARD**

Farooq Khan (Chairman and Managing Director)
Victor Ho (Executive Director)
Yaqoob Khan (Non-Executive Director)

COMPANY SECRETARY

Victor Ho
Email: cosec@queste.com.au

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STOCK EXCHANGE

Australian Securities Exchange
Perth, Western Australia

ASX CODE

QUE

SHARE REGISTRY**Main Office**

Advanced Share Registry Limited
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www.advancedshare.com.au/Investor-Login

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DIRECTORS' REPORT

The Directors present their report on Queste Communications Ltd ABN 58 081 688 164 (ASX:QUE) (**Company** or **QUE**) and its controlled entities (**Queste** or the **Consolidated Entity**) for the financial year ended 30 June 2022 (**Balance Date**).

QUE is a public company limited by shares that is incorporated and domiciled in Western Australia and has been listed on the Australian Securities Exchange (**ASX**) since November 1998. (ASX Code: QUE)

Queste's results incorporate the results of controlled entity, ASX-listed investment company, Orion Equities Limited ABN 77 000 742 843 (ASX:OEQ) (**Orion** or **OEQ**). The Company has a 59.86% (9,367,653 shares) shareholding interest in Orion (30 June 2021: 59.86% (9,367,653 shares)).

PRINCIPAL ACTIVITIES

The principal activity of the Company during the financial year was the management of its assets.

The principal activities of controlled entity, Orion, during the financial year were the management of its investments, including investments in listed and unlisted securities and real estate held for development and resale.

FINANCIAL POSITION

COMPANY	2022	2021
	\$	\$
Cash and cash equivalents	9,413	16,322
Current investments – equities	-	3
Investment in controlled entity (OEQ)	2,248,238	2,529,266
Investment in Associate entity (BEL)	-	48,303
Receivables	-	24,706
Deferred tax assets	-	523,632
Other assets	2,677	3,556
Total Assets	2,260,328	3,145,788
Loan from controlled entity	(97,149)	(42,597)
Other payables and liabilities	(290,277)	(264,159)
Net Assets	1,872,902	2,839,032
Issued capital	6,239,370	6,239,370
Reserves	4,480,557	4,480,557
Accumulated losses	(8,847,025)	(7,880,895)
Total Equity	1,872,902	2,839,032

OPERATING RESULTS

COMPANY	2022	2021
	\$	\$
Total revenues	-	150,882
Net gain/(loss) on financial assets	(281,032)	2,154,560
Share of Associate entity's net profit	(48,303)	48,303
Other Expenses	(113,163)	(220,417)
Profit/(Loss) before tax	(442,498)	2,133,328
Income tax expense	(523,632)	-
Profit/(Loss) for the year	(966,130)	2,133,328

DIRECTORS' REPORT

EARNINGS/(LOSS) PER SHARE

CONSOLIDATED ENTITY	2022	2021
Basic and diluted earnings/(loss) per share (cents)	(9.64)	11.60
Weighted average number of fully paid ordinary shares in the Company outstanding during the year used in the calculation of basic and diluted earnings/(loss) per share	27,072,332	27,072,332

CONSOLIDATED FINANCIAL PERFORMANCE

Queste's Consolidated Entity results incorporate the results of controlled entity, Orion.

The Consolidated Entity's overall net loss for the financial year relate principally to Orion's investment portfolio performance, as follows:

- \$1.55 million unrealised loss from Orion's investment in Strike Resources Limited (ASX:SRK) (**Strike**), which declined in price from 26.5 to 11 cents per share during the financial year; and
- \$2.47 million recognised as a share of an Associate entity's net loss – this relates to Orion's investment in Bentley Capital Limited (ASX:BEL) (**Bentley**); Bentley generated a net loss of \$8.646 million for the financial year (attributable principally to an unrealised loss on its investment in Strike).

The Consolidated Entity accounts for Bentley as an Associate entity, which means that Queste is required to recognise a share of Bentley's net profit or loss in respect of the financial year based on Queste's (28.556% as at 30 June 2021) direct and indirect shareholding interest in Bentley (this is known as the equity method of accounting for an associate entity).

The Consolidated Entity's financial performance is primarily dependent on the share price performance of Strike (in which Orion has 10 million shares and Bentley has 53.7 million shares).

Strike has commenced production at its Paulsens East Iron Ore Project in Western Australia (with its maiden export of approximately 66,000 tonnes of lump iron ore scheduled in late August 2022)¹ and has completed exports of iron ore from Peru and accordingly, it is exposed to the iron ore price and market sentiment in the junior iron ore sector.

Queste notes that the iron ore price has been volatile during the past financial year - declining significantly from a historical high of ~US\$220/t in July 2021 to a low of ~US\$91/t (in November 2021) and recovering to current levels of ~US\$105/t (as at 25 August 2022).

The volatility in the iron ore price has matched the volatility in the Strike share price, which has traded within a range of 32 cents (on 15 July 2021) to 9 cents (on 6 December 2021) in the past 12 months, with a bid price of 11 cents (as at 30 June 2022) and a current price of 10.5 cents (as at 25 August 2022).

Further information about Orion's operations financial position and performance for the financial year ended 30 June 2022 are outlined in Orion's 30 June 2022 Full Year Report / 2022 Annual Report.

Further information about Bentley's operations financial position and performance for the financial year ended 30 June 2022 are outlined in Bentley's 30 June 2022 Full Year Report / 2022 Annual Report.

DIVIDENDS

The Company's Directors have not declared a dividend in respect of the financial year ended 30 June 2022.

¹ Refer Strike's ASX Announcements dated 1 August 2022: Maiden 68,000 Tonne Shipment of Paulsens East Lump Iron Ore and 25 August 2022: Maiden Shipment of Paulsens East Lump Iron Ore and Operational Update

DIRECTORS' REPORT

SECURITIES ON ISSUE

At the Balance Date (and currently), the Company had 27,072,332 listed fully paid ordinary shares (2021: 27,072,332 fully paid ordinary shares) on issue.

All such shares are listed on ASX. The Company does not have other securities on issue.

REVIEW OF OPERATIONS

1. Orion Equities Limited (ASX:OEQ)

1.1. Current Status of Investment in Orion

Orion is an investment entity.

The Company holds 9,367,653 shares in Orion, being 59.86% of its issued ordinary share capital (2021: 9,367,653 shares and 59.86%). Orion has been recognised as a controlled entity and included as part of the Queste's results since 1 July 2002.

Queste's shareholders are advised to refer to the 30 June 2022 Full Year Report and monthly NTA disclosures lodged by Orion for further information about the status and affairs of the company.

Information concerning Orion may be viewed from its website: www.orionequities.com.au.

Orion's market announcements may also be viewed from the ASX website (www.asx.com.au) under ASX code "OEQ".

Sections 1.2 and 1.3 below contain information extracted from Orion's public statements.

1.2. Orion's Portfolio Details as at 30 June 2022

Asset Weighting

	% of Net Assets	
	2022	2021
Australian equities	56%	80%
Property held for development and resale	56%	25%
Net tax liabilities (current-year and deferred tax assets/liabilities)	-	-
Net cash/other assets and provisions	(12)%	(5)%
TOTAL	100%	100%

DIRECTORS' REPORT

Major Holdings in Securities Portfolio

Equities	Fair Value \$'million	% of Net Assets	ASX Code	Industry Sector Exposures
Bentley Capital Limited	1.27	41%	BEL	Diversified
Strike Resources Limited	1.10	35%	SRK	Materials
TOTAL	2.37	76%		

1.3. Orion's Assets

(a) Bentley Capital Limited (ASX:BEL)

Bentley is a listed investment company.

Queste holds 1.61% (1,225,752 shares) of Bentley's issued ordinary share capital with Orion holding 26.95% (20,513,783 shares) of Bentley's issued ordinary share capital (2021: Queste held 1,225,752 shares (1.61%) and Orion held 20,513,783 shares (26.95%)).

Bentley Capital Limited is a listed investment company with a current exposure to Australian equities.

Shareholders are advised to refer to the 30 June 2022 Full Year Report and monthly NTA disclosures lodged by Bentley for further information about the status and affairs of the company.

Information concerning Bentley may be viewed from its website: www.bel.com.au.

Bentley's market announcements may also be viewed from the ASX website (www.asx.com.au) under ASX code "BEL".

(b) Strike Resources Limited (ASX:SRK)

As at 30 June 2022 and currently, Orion holds 10,000,000 Strike shares (3.70%) (2021: 10,000,000 shares; 3.70%) while Associate entity, Bentley, holds 53,689,857 Strike shares (19.89%) (2021: 52,553,493 shares; 19.885%). Therefore, Orion has a deemed relevant interest in 63,689,857 Strike shares (23.59%) (2021: 63,689,857 shares; 23.589%).

Strike Resources Limited (ASX:SRK) is an ASX listed resource company which is developing the Paulsens East Iron Ore Project in Western Australia – production has commenced and Strike is targeting its maiden shipment of approximately 66,000 tonnes of 'Paulsens East Lump' DSO (grading 62% Fe) out of Utah Point, Port Hedland, in late August 2022.³ Strike also owns the high grade Apurimac Iron Ore Project in Peru where it has exported "Apurimac Premium Lump" DSO product of ~65% Fe. Strike also has a 43% shareholding in Lithium Energy Limited (ASX:LEL), which was spun-out of Strike under a \$9m IPO in May 2021. Lithium Energy is developing battery minerals related assets - the Solaroz Lithium Brine Project in Argentina and the Burke Graphite Project in Queensland.²

Orion is also entitled to receive a royalty of 2% of gross revenues (exclusive of GST) from any commercial exploitation of any minerals from the Paulsens East Iron Ore Project tenement (Mining Lease M47/1583) owned by Strike. This royalty entitlement stems from Orion's sale of a portfolio of tenements (including the Paulsens East tenement) to Strike in September 2005.³

Further information about Strike's resource projects and activities are contained in the company's ASX releases, including as follows:

- 1 August 2022: Quarterly Reports – 30 June 2022;
- 16 March 2022: Half Year Report – 31 December 2021; and
- 29 October 2021: Annual Report - 2021.

² Based on Strike's ASX announcement released on 1 August 2022: Quarterly Report – 30- June 2022

³ For further information, please refer to the following ASX Announcements: Orion's announcement dated 23 September 2005: CXL Retains a 25% Free Carried Interest in NT Uranium Tenements and Strike's announcement dated 11 August 2008: Acquisition of Outstanding Interests in Berau Coal and Paulsens East Iron Ore Projects

DIRECTORS' REPORT

Information concerning Strike may be viewed from its website: www.strikeresources.com.au.

Strike's market announcements may also be viewed from the ASX website (www.asx.com.au) under ASX: "SRK".

(c) Other Assets

Orion owns a property held for redevelopment or sale but currently rented out located in Mandurah, Western Australia.

2. Queste's Other Assets

In addition to the investment in controlled entity, Orion, Queste has a direct share investment in Associate entity, Bentley, being 1,225,752 shares (or 1.61% of Bentley's issued ordinary share capital) (2021: 1,225,752 shares and 1.61%).

The Company notes that it lodges Monthly Cash Flow Reports and Quarterly Activities and Cash Flow Reports on ASX, which may be viewed and downloaded from the Company's website: www.queste.com.au or the ASX website (www.asx.com.au) under ASX Code: "QUE".

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Consolidated Entity that occurred during the financial year not otherwise disclosed in this Directors' Report or the Consolidated Financial Statements.

FUTURE DEVELOPMENTS

The Consolidated Entity intends to continue its investment activities in future years. The results of these investment activities depend upon the performance of the underlying companies and securities in which the Consolidated Entity invests. The investments' performances depend on many economic factors and also industry and company specific issues. In the opinion of the Directors, it is not possible or appropriate to make a prediction on the future course of markets, the performance of the Consolidated Entity's investments or the forecast of the likely results of the Consolidated Entity's activities.

ENVIRONMENTAL REGULATION

The Consolidated Entity is not subject to any particular or significant environmental regulation under Australian Commonwealth or State legislation.

DIRECTORS' REPORT

DIRECTORS

Information concerning Directors in office during or since the financial year:

Farooq Khan	Executive Chairman and Managing Director
<i>Appointed</i>	10 March 1998
<i>Qualifications</i>	BJuris, LLB (<i>Western Australia</i>)
<i>Experience</i>	Farooq Khan is a qualified lawyer having previously practised principally in the field of corporate law. Mr Khan has extensive experience in the securities industry, capital markets and the executive management of ASX-listed companies. In particular, Mr Khan has guided the establishment and growth of a number of public listed companies in the investment, mining and financial services sector. He has considerable experience in the fields of capital raisings, mergers and acquisitions and investments.
<i>Relevant interest in shares</i>	5,344,872 shares ⁴
<i>Other current directorships in listed entities</i>	(1) Executive Chairman of Bentley Capital Limited (ASX:BEL) (since 2 December 2003) (2) Executive Chairman of Orion Equities Limited (ASX:OEQ) (since 23 October 2006) (3) Executive Chairman (since 18 December 2015) of Strike Resources Limited (ASX:SRK) (Director since 1 October 2015) (4) Executive Director of Lithium Energy Limited (ASX:LEL) (since 14 January 2021)
<i>Former directorships in other listed entities in past 3 years</i>	None

Victor P. H. Ho	Executive Director and Company Secretary
<i>Appointed</i>	Executive Director since 3 April 2013; Company Secretary since 30 August 2000
<i>Qualifications</i>	BCom, LLB (<i>Western Australia</i>), CTA
<i>Experience</i>	Victor Ho has been in Executive roles with a number of ASX-listed companies across the investments, resources and technology sectors over the past 22 years. Mr Ho is a Chartered Tax Adviser (CTA) and previously had 9 years' experience in the taxation profession with the Australian Tax Office (ATO) and in a specialist tax law firm. Mr Ho has been actively involved in the investment management of listed investment companies (as an Executive Director and/or a member of the Investment Committee), the structuring and execution of a number of corporate, M&A and international joint venture (in South America (Peru, Chile and Argentina), Indonesia and the Middle East (Saudi Arabia and Oman)) transactions, capital raisings, resources project (debt) financing, spin-outs/demergers and IPO's/re-listings on ASX and capital management initiatives and has extensive experience in public company administration, corporations' law, ASIC/ASX compliance and investor/shareholder relations.
<i>Relevant interest in shares</i>	17,500 shares ⁵
<i>Other current positions held in listed entities</i>	(1) Executive Director and Company Secretary of Orion Equities Limited (ASX:OEQ) (Secretary since 2 August 2000 and Director since 4 July 2003) (2) Executive Director and Company Secretary of Strike Resources Limited (ASX:SRK) (Director since 24 January 2014 and Company Secretary since 1 October 2015) (3) Company Secretary of Bentley Capital Limited (ASX:BEL) (since 5 February 2004) (4) Company Secretary of Lithium Energy Limited (ASX:LEL) (since 14 January 2021)
<i>Former positions in other listed entities in past 3 years</i>	Company Secretary of Keybridge Capital Limited (ASX:KBC) (13 October 2016 to 13 October 2019) Executive Director of Lithium Energy Limited (ASX:LEL) (14 January to 18 March 2021)

⁴ Refer Farooq Khan's Change of Director's Interest Notices dated 10 July 2019

⁵ Refer Victor Ho's Initial Director's Interest Notice dated 3 April 2013

DIRECTORS' REPORT

Yaqoob Khan	Non-Executive Director
<i>Appointed</i>	10 March 1998
<i>Qualifications</i>	BCom (<i>Western Australia</i>), Master of Science in Industrial Administration (<i>Carnegie Mellon</i>)
<i>Experience</i>	After working for several years in the Australian Taxation Office, Yaqoob Khan completed his postgraduate Masters degree and commenced work as a senior executive responsible for product marketing, costing systems and production management. Mr Khan has been an integral member of the team responsible for the pre-IPO structuring and IPO promotion of a number of ASX floats and has been involved in the management of such companies. Mr Khan brings considerable international experience in key aspects of corporate finance and the strategic analysis of listed investments.
<i>Relevant interest in shares</i>	5,387,394 shares ⁶
<i>Other current directorships in listed entities</i>	Non-Executive Director of Orion Equities Limited (ASX:OEQ) (since 5 November 1999).
<i>Former directorships in other listed entities in past 3 years</i>	None

DIRECTORS' MEETINGS

The following table sets out the numbers of meetings of the Company's Directors held during the financial year (including Directors' circulatory resolutions), and the numbers of meetings attended by each Director of the Company:

Name of Director	Meetings Attended	Maximum Possible Meetings
Farooq Khan	6	6
Yaqoob Khan	6	6
Victor Ho	6	6

There were no meetings of committees of the Board of the Company.

Board Committees

During the financial year and as at the date of this Directors' Report, the Company did not have separate designated Audit or Remuneration Committees. In the opinion of the Directors, in view of the size of the Board and nature and scale of the Queste's activities, matters typically dealt with by an Audit or Remuneration Committee are dealt with by the full Board.

6 Refer Yaqoob Khan's Change of Director's Interest Notice dated 30 March 2022

REMUNERATION REPORT

This Remuneration Report details the nature and amount of remuneration for each Director and Company Executive (being a company secretary or senior manager) (**Key Management Personnel**) of Queste.

The information provided under headings (1) to (6) below has been audited for compliance with section 300A of the *Corporations Act 2001 (Cth)* as required under section 308(3C).

(1) Remuneration Policy

The Board determines the remuneration structure of all Key Management Personnel having regard to the Company's strategic objectives, scale and scope of operations and other relevant factors, including experience and qualifications, length of service, the duties and accountability of Key Management Personnel, the frequency of Board meetings, market practice (including available data concerning remuneration paid by other listed companies and in particular, companies of comparable size and nature) and the objective of maintaining a balanced Board which has appropriate expertise and experience, at a reasonable cost to the Company.

Corporate Governance Principles: The Company's Corporate Governance Statement (**CGS**) also addresses matters pertaining to the Board, Senior Management and Remuneration. The latest version of the CGS may be downloaded from the Company's website: <http://queste.com.au/corporate-governance>.

Fixed Cash Short Term Employment Benefits: The Key Management Personnel of the Company are paid a fixed amount per annum plus applicable employer superannuation contributions. The Non-Executive Directors of the Company are paid a maximum aggregate base remuneration of \$75,000⁷ per annum inclusive of minimum employer superannuation contributions where applicable, to be divided as the Board determines appropriate.

The Board has determined the following fixed cash remuneration for current Key Management Personnel as follows (as at 30 June 2022):

Executive Director

- (1) Mr Farooq Khan (Executive Chairman and Managing Director) - a base annual salary of \$31,250 (voluntarily reduced from \$125,000) to assist the Company in reducing its corporate overheads) per annum plus employer superannuation contributions (which Mr Khan has voluntarily agreed to suspend in respect of the financial year); and
- (2) Mr Victor Ho (Executive Director and Company Secretary) - a base annual salary of \$22,500 (voluntarily reduced from \$45,000) per annum plus employer superannuation contributions (which Mr Ho has voluntarily agreed to suspend in respect of the financial year). Mr Ho also agreed to join the Board as an Executive Director on 3 April 2013 at no further cost to the Company.

Non – Executive Director

- (3) Mr Yaqoob Khan (Non-Executive Director) - a base annual fee of \$15,000 per annum (the payment of which Mr Khan has voluntarily agreed to suspend in respect of the financial year).

Key Management Personnel can also opt to "salary sacrifice" their cash fees/salary and have them paid wholly or partly as further employer superannuation contributions or benefits exempt from fringe benefits tax.

Special Exertions and Reimbursements: Pursuant to the Company's Constitution, each Director is entitled to receive:

- (a) Payment for reimbursement of all travelling, hotel and other expenses reasonably incurred by a Director for the purpose of attending meetings of the Board or otherwise in and about the business of the Company; and
- (b) In respect of Non-Executive Directors, payment for the performance of extra services or the making of special exertions for the benefit of the Company (at the request of and with the concurrence of the Board).

⁷ As approved by shareholders at the Annual General Meeting held on 30 November 1999; refer Queste's ASX announcement dated 30 November 1999: Results of Annual General Meeting of Shareholders

REMUNERATION REPORT

Short-Term Benefits: The Company does not have any short-term incentive (**STI**) cash bonus schemes (or equivalent) in place for Key Management Personnel.

Long-Term Benefits: The Company does not have any long-term incentive (**LTI**) cash bonus schemes (or equivalent) in place for Key Management Personnel.

Equity Based Benefits: The Company does not presently have any equity (shares or options) based remuneration arrangements for any personnel pursuant to any executive or employee share or option plan or otherwise.

Post-Employment Benefits: The Company does not presently provide retirement benefits to Key Management Personnel. Other than early termination benefits disclosed in 'Employment Agreement' below, Key Management Personnel also have no right to termination payments save for payment of accrued unused annual and long service leave (where applicable) (these accrued employee entitlements are not applicable in respect of Non-Executive Directors). The Company notes that shareholder approval is required where a Company proposes to make a "termination payment" (for example, a payment in lieu of notice, a payment for a post-employment restraint and payments made as a result of the automatic or accelerated vesting of share based payments) in excess of one year's "base salary" (defined as the average base salary over the previous 3 years) to a director or any person who holds a managerial or executive office.

Performance-Related Benefits and Financial Performance of Company: The Company does not presently provide short- or long-term incentive/performance based benefits related to the Company's performance to Key Management Personnel, including payment of cash bonuses. The current remuneration of Key Management Personnel is fixed, is not dependent on the satisfaction of a performance condition and is unrelated to the Company's performance.

The Board does not believe that it is appropriate at this time to implement an equity-based benefit scheme or a performance related/variable component to Key Management Personnel remuneration or remuneration generally linked to the Company's performance but reserves the right to implement these remuneration measures if appropriate in the future (subject to prior shareholder approval where applicable).

In considering the Company's performance and its effects on shareholder wealth, Directors have had regard to the data set out below for the latest financial year and the previous four financial years.

	2022	2021	2020	2019	2018
Profit/(Loss) Before Income Tax (\$)	(4,189,159)	5,259,241	(847,983)	(1,369,019)	(1,151,518)
Basic Earnings/(Loss) per Share (cents)	(9.64)	11.60	(1.96)	(3.36)	(2.80)
Dividends Paid (\$)	-	-	-	-	-
VWAP Share Price on ASX for financial year (cents)	6.0	4.3	3.1	7	7
Closing Bid Share Price at 30 June (cents)	4.3	6	2.2	6	7

REMUNERATION REPORT

(2) Employment Agreement

Details of the material terms of an employment agreement entered by the Company with a Key Management Personnel are as follows:

Key Management Personnel and Position(s) Held	Relevant Date(s)	Base Salary/Fees per annum	Other Material Terms
Victor Ho Company Secretary (since 30 August 2000) Executive Director (since 3 April 2013)	25 January 2000 (date of employment agreement) 2009/2010 (date of effect of current remuneration)	\$45,000 (but voluntarily reduced to \$22,500, as at 30 June 2021) plus employer superannuation contributions	<ul style="list-style-type: none"> The agreement has no fixed term or fixed rolling terms of service. Standard annual leave (20 days) and personal/sick leave (10 days paid) entitlements plus entitlement to long service leave of 60 days after 7 years of service with an additional 5 days after each year of service thereafter. One month's notice of termination by the Company or employee. Immediate termination without notice if employee commits any serious act of misconduct.

The Company does not presently have formal service agreements or employment agreements with any other Key Management Personnel.

(3) Details of Remuneration of Key Management Personnel

Details of the nature and amount of each element of remuneration of each Key Management Personnel of the Company paid or payable by the Consolidated Entity during the financial year are as follows:

Paid by the Company (Queste) to its Key Management Personnel

Key Management Person	Performance related %	Short-term Benefits		Post-Employment Benefits	Other Long-term Benefits	Equity Based	Total \$
		Cash, salary and commissions \$	Non-cash benefit \$	Superannuation \$	Long service leave \$	Shares & Options \$	
2022							
Executive Directors:							
Farooq Khan	-	-(A)	-	-	-	-	-
Victor Ho	-	-(B)	-	-	-	-	-
Non-Executive Director:							
Yaqoob Khan	-	15,000	-	-	-	-	15,000

(A) Mr Khan has voluntarily agreed to suspend his Queste salary in respect of the financial year

(B) Mr Ho has voluntarily agreed to suspend his Queste salary in respect of the financial year

Key Management Person	Performance related %	Short-term Benefits		Post-Employment Benefits	Other Long-term Benefits	Equity Based	Total \$
		Cash, salary and commissions \$	Non-cash benefit \$	Superannuation \$	Long service leave \$	Shares & Options \$	
2021							
Executive Directors:							
Farooq Khan	-	31,250	-	2,969	-	-	34,219
Victor Ho	-	21,136	-	2,137	-	-	23,273
Non-Executive Director:							
Yaqoob Khan	-	15,000	-	-	-	-	15,000

REMUNERATION REPORT

Paid by Orion to Key Management Personnel (who are also KMP of Queste)

2022		Short-term Benefits		Post-Employment Benefits	Other Long-term Benefits	Equity Based	Total
Key Management Personnel	Performance related %	Cash, salary and commissions	Non-cash benefit	Superannuation	Long service leave	Shares & Options	
		\$	\$	\$	\$	\$	\$
Executive Directors:							
Farooq Khan	-	-(C)	-	-	-	-	-
Victor Ho	-	-(D)	-	-	-	-	-
Non-Executive Director:							
Yaqoob Khan	-	25,000	-	-	-	-	25,000

(C) Mr Khan has voluntarily agreed to suspend his Orion salary in respect of the financial year

(D) Mr Ho has voluntarily agreed to suspend his Orion salary in respect of the financial year

2021		Short-term Benefits		Post-Employment Benefits	Other Long-term Benefits	Equity Based	Total
Key Management Personnel	Performance related %	Cash, salary and commissions	Non-cash benefit	Superannuation	Long service leave	Shares & Options	
		\$	\$	\$	\$	\$	\$
Executive Directors:							
Farooq Khan	-	201,250	-	19,119	-	-	220,369
Victor Ho	-	95,750	-	9,263	-	-	105,013
Non-Executive Director:							
Yaqoob Khan	-	25,000	-	-	-	-	25,000

Victor Ho is also Company Secretary of Queste and Orion.

The tables above may be aggregated to arrive at the aggregate amount of each element of remuneration of each Key Management Personnel paid or payable by Queste and Orion during the financial year.

(4) Other Benefits Provided to Key Management Personnel

No Key Management Personnel has during or since the end of the financial year, received or become entitled to receive a benefit, other than a remuneration benefit as disclosed above, by reason of a contract made by the Company or a related entity with the Director or with a firm of which he is a member, or with a Company in which he has a substantial interest.

(5) Engagement of Remuneration Consultants

The Company has not engaged any remuneration consultants to provide remuneration recommendations in relation to Key Management Personnel during the year. The Board has established a policy for engaging external Key Management Personnel remuneration consultants which includes, inter alia, that the Non-Executive Directors on the Remuneration Committee be responsible for approving all engagements of and executing contracts to engage remuneration consultants and for receiving remuneration recommendations from remuneration consultants regarding Key Management Personnel. Furthermore, the Company has a policy that remuneration advice provided by remuneration consultants be quarantined from Management where applicable.

REMUNERATION REPORT

(6) Shares held by Key Management Personnel

The number of ordinary shares in the Company held by Key Management Personnel is set below:

Key Management Personnel	Balance at 30 June 2021	Additions	Received as part of remuneration	Disposals	Balance at 30 June 2022
Executive Directors:					
Farooq Khan	5,612,972	-	-	-	5,612,972
Victor Ho	17,500	-	-	-	17,500
Non-Executive Director:					
Yaqoob Khan	3,677,301	1,710,093 ⁸	-	-	5,387,394

Note: The disclosures of shareholdings above are in accordance with the accounting standards which require disclosure of shares held directly, indirectly or beneficially by each key management person, a close member of the family of that person, or an entity over which either of these persons have, directly or indirectly, control, joint control or significant influence (as defined under Accounting Standard AASB 124 Related Party Disclosures).

(7) Voting and Comments on the Remuneration Report at the 2021 AGM

At the Company's most recent (2021) AGM, a resolution to adopt the prior year (2021) Remuneration Report was put to the vote and passed on a poll (called by the Chair) with 54.40% majority support⁹. No comments were made on the Remuneration Report that was considered at the AGM.

This concludes the audited Remuneration Report.

⁸ Refer Yaqoob Khan's Change of Director's Interest Notice dated 30 March 2022

⁹ Refer Queste's ASX announcement dated 25 November 2021: Results of 2021 Annual General Meeting

DIRECTORS' REPORT

DIRECTORS DEEDS

In addition to the rights of indemnity provided under the Company's Constitution (to the extent permitted by the *Corporations Act 2001 (Cth)*), the Company has also entered into a deed with each of the Directors and the Company Secretary (**Officer**) to regulate certain matters between the Company and each Officer, both during the time the Officer holds office and after the Officer ceases to be an officer of the Company, including the following matters:

- (a) The Company's obligation to indemnify an Officer for liabilities or legal costs incurred as an officer of the Company (to the extent permitted by the *Corporations Act 2001 (Cth)*); and
- (b) Subject to the terms of the deed and the *Corporations Act 2001 (Cth)*, the Company may advance monies to the Officer to meet any costs or expenses of the Officer incurred in circumstances relating to the indemnities provided under the deed and prior to the outcome of any legal proceedings brought against the Officer.

LEGAL PROCEEDINGS ON BEHALF OF CONSOLIDATED ENTITY

No person has applied for leave of a court to bring proceedings on behalf of the Consolidated Entity or intervene in any proceedings to which the Consolidated Entity is a party for the purpose of taking responsibility on behalf of the Consolidated Entity for all or any part of such proceedings. The Consolidated Entity was not a party to any such proceedings during and since the financial year.

AUDITORS

Details of the amounts paid or payable to the Auditors for audit and non-audit services (tax services) provided during the financial year are set out below:

Auditor	Consolidated Entity			Company		
	Audit & Review Fees	Non-Audit Services	Total	Audit & Review Fees	Non-Audit Services	Total
	\$	\$	\$	\$	\$	\$
Rothsay Auditing	8,400	-	8,400	4,000	-	4,000
Rothsay Audit & Assurance Pty Ltd	16,800	-	16,800	8,000	-	8,000

On 9 August 2022, Rothsay Audit & Assurance Pty Ltd were appointed the Company's¹⁰ (and Orion's¹¹) Auditor, following the resignation of the firm of 'Rothsay Auditing' and receipt of ASIC's consent to that resignation.

Rothsay Auditing completed the review of Queste for the half year ended 31 December 2021. Rothsay Audit & Assurance Pty Ltd completed the audit of Queste for the financial year ended 30 June 2022.

Rothsay Auditing and Rothsay Audit & Assurance Pty Ltd did not provide any non-audit services during the financial year.

Rothsay Auditing continues in office in accordance with section 327C of the *Corporations Act 2001 (Cth)*.

AUDITORS' INDEPENDENCE DECLARATION

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001 (Cth)* forms part of this Directors Report and is set out on page 15. This relates to the Auditor's Independent Review Report, where the Auditor states that they have issued an independence declaration.

¹⁰ Refer Queste's ASX Announcement dated 9 August 2022: Change of Auditors

¹¹ Refer Orion's ASX Announcement dated 9 August 2022: Change of Auditors

DIRECTORS' REPORT

EVENTS SUBSEQUENT TO BALANCE DATE

The Directors are not aware of any other matters or circumstances at the date of this Directors' Report, other than those referred to in this Directors' Report (in particular, in Review of Operations) or the financial statements or notes thereto (in particular Note 23, that have significantly affected or may significantly affect the operations, the results of operations or the state of affairs of the Company in subsequent financial years.

Signed for and on behalf of the Directors in accordance with a resolution of the Board.



Farooq Khan
Executive Chairman and
Managing Director



Victor Ho
Executive Director and
Company Secretary

26 August 2022

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ROTHSAY

AUDIT & ASSURANCE PTY LTD

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As lead auditor of the audit of Queste Communications Limited for the year ended 30 June 2022, I declare that, to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Queste Communications Limited and the entities it controlled during the year.

Rothsay Audit & Assurance Pty Ltd



Daniel Dalla
Director

26 August 2022

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CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 30 June 2022

	Note	2022 \$	2021 \$
Revenue	2	37,705	37,797
Other			
Share of Associate entity's net profit		-	2,859,855
Net gain on financial assets at fair value through profit or loss		-	2,200,000
Impairment reversal on revaluation of property held for development or resale		-	650,000
Other income		-	229,932
Total revenue		37,705	5,977,584
Expenses	3		
Share of Associate entity's net loss		(2,469,052)	-
Net loss on financial assets at fair value through profit or loss		(1,550,003)	-
Land operation expenses		(7,775)	(8,451)
Personnel expenses		(126,064)	(482,062)
Occupancy expenses		(12,174)	(13,789)
Corporate expenses		(55,848)	(51,491)
Finance expenses		(280)	(214)
Administration expenses		(5,668)	(162,336)
Profit/(Loss) before tax		(4,189,159)	5,259,241
Income tax expense	5	-	-
Profit/(Loss) after income tax		(4,189,159)	5,259,241
Total comprehensive income/(loss) for the year		(4,189,159)	5,259,241
Profit/(Loss) attributable to:			
Owners of Queste Communications Ltd		(2,608,941)	3,139,667
Non-controlling interest		(1,580,218)	2,119,574
		(4,189,159)	5,259,241
Total comprehensive income/(loss) for the year is attributable to:			
Owners of Queste Communications Ltd		(2,608,941)	3,139,667
Non-controlling interest		(1,580,218)	2,119,574
		(4,189,159)	5,259,241
Basic and diluted earnings/(loss) per share (cents) attributable to the ordinary equity holders of the Company	6	(9.64)	11.60

The accompanying notes form part of these consolidated financial statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 June 2022

	Note	2022	2021
Current assets		\$	\$
Cash and cash equivalents	7	23,052	211,745
Financial assets at fair value through profit or loss	8	1,100,000	2,650,003
Receivables		-	16,772
Total current assets		1,123,052	2,878,520
Non current assets			
Property held for development or resale	11	1,750,000	1,750,000
Investment in Associate entity	19	560,643	3,029,695
Property, plant and equipment		4,306	5,974
Total non current assets		2,314,949	4,785,669
Total assets		3,438,001	7,664,189
Current liabilities			
Payables	12	135,118	240,510
Provisions	13	247,068	218,705
Total current liabilities		382,186	459,215
Non Current liabilities			
Payables	12	405,092	365,092
Total liabilities		787,278	824,307
Net assets		2,650,723	6,839,882
Equity			
Issued capital	14	6,239,370	6,239,370
Reserves	15		
Profits reserve		9,081,322	8,827,934
Option premium reserve		2,138,012	2,138,012
Other reserve		884,748	884,748
Accumulated losses		(16,943,876)	(14,081,547)
Parent interest		1,399,576	4,008,517
Non-controlling interest	16	1,251,147	2,831,365
Total equity		2,650,723	6,839,882

The accompanying notes form part of these consolidated financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2022

	Issued capital \$	Reserves \$	Accumulated losses \$	Non- controlling interest \$	Total \$
Balance at 1 July 2020	6,239,370	5,598,498	(11,286,179)	1,028,952	1,580,641
Profit for the year	-	-	3,139,667	2,119,574	5,259,241
Profits reserve transfer	-	5,935,035	(5,935,035)	-	-
Other comprehensive income	-	-	-	-	-
Total comprehensive income/(loss) for the year	-	5,935,035	(2,795,368)	2,119,574	5,259,241
Transactions with owners in their capacity as owners:					
Transactions with non-controlling interest	-	317,161	-	(317,161)	-
Balance at 30 June 2021	6,239,370	11,850,694	(14,081,547)	2,831,365	6,839,882
Balance at 1 July 2021	6,239,370	11,850,694	(14,081,547)	2,831,365	6,839,882
Loss for the year	-	-	(2,608,941)	(1,580,218)	(4,189,159)
Profits reserve transfer	-	253,388	(253,388)	-	-
Other comprehensive income	-	-	-	-	-
Total comprehensive income/(loss) for the year	-	253,388	(2,862,329)	(1,580,218)	(4,189,159)
Transactions with owners in their capacity as owners:					
Transactions with non-controlling interest	-	-	-	-	-
Balance at 30 June 2022	6,239,370	12,104,082	(16,943,876)	1,251,147	2,650,723

The accompanying notes form part of these consolidated financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 30 June 2022

	Note	2022 \$	2021 \$
Cash flows from operating activities			
Receipts from customers		37,700	37,700
Interest received		5	97
Payments to suppliers and employees		(226,397)	(407,781)
Interest paid		(1)	(10)
Other receipts		-	229,932
Net cash used in operating activities	7(a)	(188,693)	(140,062)
Cash flows from investing activities			
Purchase of plant and equipment		-	(465)
Net cash used in investing activities		-	(465)
Net increase/(decrease) in cash held		(188,693)	(140,527)
Cash and cash equivalents at beginning of financial year		211,745	352,272
Cash and cash equivalents at end of financial year	7	23,052	211,745

The accompanying notes form part of these consolidated financial statements

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

1. ABOUT THIS REPORT

1.1 Background

This financial report covers the consolidated financial statements of the consolidated entity consisting of Queste Communications Ltd, its subsidiary (controlled entity, Orion Equities Limited ABN 77 000 742 843 (ASX:OEQ) (**Orion** or **OEQ**) and Orion's controlled entities) and an investment in its associate entity Bentley Capital Limited (ASX:BEL) ABN 87 088 128 218 (**Bentley** or **BEL**) (the **Consolidated Entity** or **Queste**). The financial report is presented in the Australian currency.

Queste Communications Ltd (ASX:QUE) (the **Company** or **QUE**) is a company limited by shares, incorporated in Western Australia, Australia and whose shares are publicly traded on the Australian Securities Exchange (**ASX**).

These financial statements have been prepared on a streamlined basis where key information is grouped together for ease of understanding and readability. The notes include information which is required to understand the financial statements and is material and relevant to the operations, financial position and performance of the Consolidated Entity.

Information is considered material and relevant if, for example:

- (a) the amount in question is significant because of its size or nature;
- (b) it is important for understanding the results of the Consolidated Entity;
- (c) it helps to explain the impact of significant changes in the Consolidated Entity's business; or
- (d) it relates to an aspect of the Consolidated Entity's operations that is important to its future performance.

The notes are organised into the following sections:

- (a) **Key Performance:** Provides a breakdown of the key individual line items in the profit or loss that the Directors consider most relevant to understanding performance and shareholder returns for the year:

Notes

2	Revenue
3	Expenses
4	Segment information
5	Tax
6	Earnings/(Loss) per share

- (b) **Financial Risk Management:** Provides information about the Consolidated Entity's exposure and management of various financial risks and explains how these affect the Consolidated Entity's financial position and performance:

Notes

7	Cash and cash equivalents
8	Financial assets at fair value through profit or loss
9	Financial risk management
10	Fair value measurement of financial instruments

- (c) **Other Assets and Liabilities:** Provides information on other balance sheet assets and liabilities that do not materially affect performance or give rise to material financial risk:

Notes

11	Property held for resale
12	Payables
13	Provisions

- (d) **Capital Structure:** This section outlines how the Consolidated Entity manages its capital structure and related financing costs, as well as capital adequacy and reserves. It also provides details on the dividends paid by the Company:

Notes

14	Issued capital
15	Reserves
16	Non-controlling interest

- (e) **Consolidated Entity Structure:** Provides details and disclosures relating to the parent entity of the Consolidated Entity, controlled entities, investments in associates and any acquisitions and/or disposals of businesses in the year. Disclosure on related parties is also provided in the section:

Notes

17	Parent entity information
18	Investment in controlled entity
19	Investment in associate entity
20	Related party transactions

- (f) **Other:** Provides information on items which require disclosure to comply with Australian Accounting Standards and other regulatory pronouncements however, are not considered significant in understanding the financial performance or position of the Consolidated Entity:

Notes

21	Auditors' remuneration
22	Contingencies
23	Events occurring after the reporting period

Significant and other accounting policies that summarise the measurement basis used and presentation policies and are relevant to an understanding of the financial statements are provided throughout the notes to the financial statements.

1.2. Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Australian Accounting Interpretations and the *Corporations Act 2001 (Cth)*, as appropriate for for-profit entities.

Compliance with IFRS

The consolidated financial statements of the Consolidated Entity also comply with International Financial Reporting Standards (**IFRS**) as issued by the International Accounting Standards Board (**IASB**).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

Reporting Basis and Conventions

The financial report has been prepared on an accruals and going concern basis and is based on historical costs modified by the revaluation of selected non-current assets, and financial assets and financial liabilities for which the fair value basis of accounting has been applied.

1.3. Principles of Consolidation

The consolidated financial statements incorporate the assets and liabilities of the subsidiary of Queste Communications Ltd as at 30 June 2022 and the results of its subsidiary for the year then ended. Queste Communications Ltd and its subsidiary are referred to in this financial statement as the Consolidated Entity.

The controlled entity has a June financial year-end. All inter-company balances and transactions between entities in the Consolidated Entity, including any unrealised profits or losses, have been eliminated on consolidation.

1.4. Comparative Figures

Certain comparative figures have been adjusted to conform to changes in presentation for the current financial year.

1.5. Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the Statement of Financial Position are shown inclusive of GST. Cash flows are presented in the Statement of Cash Flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

1.6. Impairment of Assets

At each reporting date, the Consolidated Entity reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the profit or loss. Impairment testing is performed annually for goodwill and intangible assets with indefinite lives. Where it is not possible to estimate the recoverable amount of an individual asset, the Consolidated Entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

1.7. Dividends Policy

Provision is made for the amount of any dividend declared; being appropriately authorised and no longer at the discretion of the entity, on or before the end of the financial year but not distributed at the Balance Date.

1.8. Leases

At the lease commencement, the Consolidated Entity recognises a right-of-use asset and associated lease liability for the lease term. The lease term includes extension periods where the Consolidated Entity believes it is reasonably certain that the option will be exercised.

The right-of-use asset is measured using the cost model where cost on initial recognition comprises of the lease liability, initial direct costs, prepaid lease payments, estimated cost of removal and restoration less any lease incentives received.

The right-of-use asset is depreciated over the lease term on a straight-line basis and assessed for impairment in accordance with the impairment of assets accounting policy.

The lease liability is initially measured at the present value of the remaining lease payments at the commencement of the lease. The discount rate is the rate implicit in the lease, however where this cannot be readily determined then the Consolidated Entity's incremental borrowing rate is used.

Subsequent to initial recognition, the lease liability is measured at amortised cost using the effective interest rate method. The lease liability is remeasured when there is a lease modification, change in estimate of the lease term or index upon which the lease payments are based (e.g. CPI) or a change in the Consolidated Entity's assessment of lease term.

Where the lease liability is remeasured, the right-of-use asset is adjusted to reflect the remeasurement or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Exceptions to lease accounting

The Consolidated Entity has elected to apply the exceptions to lease accounting for both short-term leases (i.e. leases with a term of less than or equal to 12 months) and leases of low-value assets. The Consolidated Entity recognises the payments associated with these leases as an expense on a straight-line basis over the lease term.

1.9. New, revised or amending Accounting Standards and Interpretations adopted

The Consolidated Entity has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the AASB that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not mandatory have not been early adopted. These are not expected to have a material impact on the Consolidated Entity's financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

2. REVENUE

The Consolidated Entity's operating profit/(loss) before income tax includes the following items of revenue:

	2022	2021
Revenue	\$	
Rental revenue	37,700	37,700
Interest revenue	5	97
	<u>37,705</u>	<u>37,797</u>
Other		
Share of Associate entity's net profit	-	2,859,855
Net gain on financial assets at fair value through profit or loss	-	2,200,000
Impairment reversal on revaluation of property held for development or resale	-	650,000
Other income	-	229,932
	<u>37,705</u>	<u>5,977,584</u>

Accounting policy

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Consolidated Entity and the revenue can be reliably measured. All revenue is stated net of the amount of Goods and Services Tax (**GST**) except where the amount of GST incurred is not recoverable from the Australian Tax Office. The following specific recognition criteria must also be met before revenue is recognised:

(a) Sale of financial assets, goods and other assets

Revenue from the sale of financial assets, goods or other assets is recognised when the Consolidated Entity has passed control of the financial assets, goods or other assets to the buyer.

(b) Interest revenue

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

(c) Dividend revenue

Dividend revenue is recognised when the right to receive a dividend has been established. The Consolidated Entity brings dividend revenue to account on the applicable ex-dividend entitlement date.

(d) Other revenues

Other revenues are recognised on a receipts basis.

3. EXPENSES

	2022	2021
The Consolidated Entity's operating profit/(loss) before income tax includes the following items of expenses:	\$	\$
Share of Associate entity's net loss	2,469,052	-
Net loss on financial assets at fair value through profit or loss	1,550,003	-
Land operations	7,775	8,451
Salaries, fees and employee benefits	126,064	482,062
Occupancy expenses	12,174	13,789
Finance expenses	280	214
Corporate expenses		
ASX and CHESS fees	35,953	33,221
ASIC fees	11,130	11,291
Share registry	6,119	5,760
Other corporate expenses	2,646	1,219

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

3. EXPENSES (continued)	2022	2021
	\$	\$
Administration expenses		
Professional fees	342	4,446
Audit fees	25,200	27,950
Legal fees	226	34
Depreciation	1,668	2,458
Doubtful debts	-	96,250
Reversal of provision of realisation costs	(11,648)	-
Payroll tax refunded	(15,899)	-
Other administration expenses	5,779	31,198
	4,226,864	718,343

4. SEGMENT INFORMATION

2022	Investments	Corporate	Total
Segment revenues	\$	\$	\$
Revenue	37,700	5	37,705
Total segment revenues	37,700	5	37,705
Personnel expenses	-	126,064	126,064
Finance expenses	-	280	280
Administration expenses	(11,648)	15,648	4,000
Depreciation expenses	-	1,668	1,668
Other expenses	4,026,830	68,022	4,094,852
Total segment profit/(loss)	(3,977,482)	(211,677)	(4,189,159)
Segment assets			
Cash and cash equivalents	-	23,052	23,052
Financial assets	1,100,000	-	1,100,000
Property held for development or resale	1,750,000	-	1,750,000
Investment in Associate entity	560,643	-	560,643
Property, plant and equipment	-	4,306	4,306
Total segment assets	3,410,643	27,358	3,438,001
2021			
Segment revenues			
Revenue	37,700	97	37,797
Other	5,709,855	229,932	5,939,787
Total segment revenues	5,747,555	230,029	5,977,584
Personnel expenses	-	482,062	482,062
Finance expenses	-	214	214
Administration expenses	-	159,876	159,876
Depreciation expenses	-	2,458	2,458
Other expenses	8,451	65,282	73,733
Total segment loss	5,739,104	(479,863)	5,259,241

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

4. SEGMENT INFORMATION (continued)

Segment assets	Investments	Corporate	Total
	\$	\$	\$
Cash and cash equivalents	-	211,745	211,745
Financial assets	2,650,003	-	2,650,003
Property held for development or resale	1,750,000	-	1,750,000
Investment in Associate entity	3,029,695	-	3,029,695
Property, plant and equipment	-	5,974	5,974
Other assets	-	16,772	16,772
Total segment assets	7,429,698	234,491	7,664,189

Accounting policy

The operating segments are reported in a manner consistent with the internal reporting provided to the "Chief Operating Decision Maker" (**CODM**). The Consolidated Entity's CODM is the Board of Directors who are responsible for allocating resources and assessing performance of the operating segments.

The Board has considered the business and geographical perspectives of the operating results and determined that the Consolidated Entity operates only within Australia, with the main segments being Investments. Corporate items are mainly comprised of corporate assets, office expenses and income tax assets and liabilities.

Description of segments

- Investments comprise equity investments in companies listed on the Australian Securities Exchange (**ASX**) and liquid financial assets; and
- Corporate items comprise corporate assets and operations.

Liabilities

Liabilities are not reported to the Board of Directors by segment. All liabilities are assessed at a consolidated entity level.

5. TAX

The components of tax expense comprise:	2022	2021
	\$	\$
Current tax	-	-
Deferred tax	-	-
	-	-
(a) The prima facie tax on operating profit/(loss) before income tax is reconciled to the income tax as follows:		
Prima facie tax payable on operating profit/(loss) before income tax at 30% (2021: 30%)	(1,256,748)	1,446,291
Adjust tax effect of:		
Other assessable income	-	1,249
Non-deductible expenses	-	98
Non-assessable income	-	(783,750)
Share of Associate entity's (profit)/loss	740,717	(786,460)
Current year tax losses not brought to account	516,031	122,572
Prior year's deferred tax assets recognition reversal	-	-
Income tax attributable to entity	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

5. TAX (continued)

	2022	2021
Unrecognised deferred tax balances	\$	\$
Unrecognised deferred tax asset - revenue losses	4,675,840	4,460,983
Unrecognised deferred tax asset - capital losses	77,890	77,890
Unrecognised deferred tax asset - timing differences	1,232,075	722,475
	<u>5,985,805</u>	<u>5,261,348</u>

Critical accounting judgement and estimate

The above deferred tax assets have not been recognised in respect of the above items because it is not probable that future taxable profit will be available against which the Consolidated Entity can utilise the benefits. Revenue and capital tax losses are subject to relevant statutory tests.

Accounting policy

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the notional income tax rate for each taxing jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses (if applicable).

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantively enacted for each taxing jurisdiction. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to these temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. The amount of deferred tax assets benefits brought to account or which may be realised in the future, is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Consolidated Entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax balances attributable to amounts recognised directly in other comprehensive income or equity are also recognised directly in other comprehensive income or equity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

6. EARNINGS/(LOSS) PER SHARE	2022	2021
Basic and diluted earnings/(loss) per share (cents)	<u>(9.64)</u>	<u>11.60</u>

The following represents the profit/(loss) and weighted average number of shares used in the earnings/(loss) per share calculations:

Profit/(Loss) after income tax attributable to Owners of Queste (\$)	(2,608,941)	3,139,667
	Number of shares	
Weighted average number of ordinary shares	27,072,332	27,072,332

Accounting policy

Basic earnings/(loss) per share is determined by dividing the operating result after income tax by the weighted average number of ordinary shares on issue during the financial period.

Diluted earnings/(loss) per share adjusts the figures used in the determination of basic earnings/(loss) per share by taking into account amounts unpaid on ordinary shares and any reduction in earnings/(loss) per share that will probably arise from the exercise of options outstanding during the financial period.

7. CASH AND CASH EQUIVALENTS	2022	2021
Cash at bank	\$ <u>23,052</u>	\$ <u>211,745</u>

(a) Reconciliation of operating profit/(loss) after income tax to net cash used in operating activities

Profit/(Loss) after income tax	(4,189,159)	5,259,241
Add non-cash items:		
Depreciation	1,668	2,458
Write off fixed assets	-	1,189
Doubtful debts	-	96,250
Share of Associate entity's net (profit)/loss	2,469,052	(2,859,855)
Net (gain)/loss on financial assets at fair value through profit or loss	1,550,003	(2,200,000)
Revaluation of land held for development or resale	-	(650,000)
Changes in assets and liabilities:		
Receivables	16,772	(16,760)
Other current assets	-	-
Payables	(65,391)	175,659
Provisions	28,362	51,756
	<u>(188,693)</u>	<u>(140,062)</u>

Accounting policy

Cash and cash equivalents includes cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts (if any) are shown within short-term borrowings in current liabilities on the Statement of Financial Position.

8. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS	2022	2021
Listed securities at fair value	\$ <u>1,100,000</u>	\$ <u>2,650,003</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

8. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (continued)

Accounting policy

Financial instruments are initially measured at cost on trade date, which includes transaction costs, when the related contractual rights or obligations exist. Subsequent to initial recognition, financial assets at fair value through profit and loss acquired principally for the purpose of selling in the short term or if so designated by management and within the requirements of AASB 139: Recognition and Measurement of Financial Instruments will recognise its realised and unrealised gains and losses arising from changes in the fair value of these assets are included in profit or loss in the period in which they arise.

The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and available-for-sale securities) is based on quoted market prices at the balance sheet date which is the current bid price. The Consolidated Entity's investment portfolio is accounted for as "financial assets at fair value through profit and loss" and is carried at fair value.

9. FINANCIAL RISK MANAGEMENT

The Consolidated Entity's financial instruments consist of deposits with banks, accounts receivable and payable, investments in listed securities, and other unlisted securities. The principal activity of the Consolidated Entity is the management of these investments - "financial assets at fair value" (refer to Note 8). The Consolidated Entity's investments are subject to market (which includes interest rate and price risk), credit and liquidity risks.

The Board of Directors are responsible for the overall internal control framework (which includes risk management) but no cost-effective internal control system will preclude all errors and irregularities. The system is based, in part, on the appointment of suitably qualified management personnel. The effectiveness of the system is continually reviewed by management and at least annually by the Board.

The financial receivables and payables of the Consolidated Entity in the table below are due or payable within 30 days. The financial investments are held for trading and are realised at the discretion of the Board of Directors.

The Consolidated Entity holds the following financial assets and liabilities:		2022	2021
	Note	\$	\$
Cash and cash equivalents	7	23,052	211,745
Financial assets at fair value through profit or loss	8	1,100,000	2,650,003
Receivables	11	-	16,772
		1,123,052	2,878,520
Payables	12	(135,118)	(240,510)
Net financial assets		987,934	2,638,010

(a) Market risk

Market risk is the risk that the fair value and/or future cash flows from a financial instrument will fluctuate as a result of changes in market factors. Market risk comprises of price risk from fluctuations in the fair value of equities and interest rate risk from fluctuations in market interest rates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

9. FINANCIAL RISK MANAGEMENT (continued)

(a) Market risk (continued)

(i) *Price risk*

The Consolidated Entity is exposed to equity securities price risk. This arises from investments held by the Consolidated Entity and classified in the Statement of Financial Position at fair value through profit or loss. The Consolidated Entity is not exposed to commodity price risk, save where this has an indirect impact via market risk and equity securities price risk.

The value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all instruments in the market. By its nature as an investment company, the Consolidated Entity will always be subject to market risk as it invests its capital in securities that are not risk free - the market price of these securities can and will fluctuate. The Consolidated Entity does not manage this risk through entering into derivative contracts, futures, options or swaps.

Equity price risk is minimised through ensuring that investment activities are undertaken in accordance with Board established mandate limits and investment strategies.

The Consolidated Entity has performed a sensitivity analysis on its exposure to market price risk at balance date. The analysis demonstrates the effect on the current year results and equity which could result from a change in these risks. The ASX All Ordinaries Accumulation Index was utilised as the benchmark for the unlisted and listed share investments which are financial assets available-for-sale or at fair value through profit or loss.

ASX All Ordinaries Accumulation Index	Impact on post-tax profit		Impact on other components of equity	
	2022	2021	2022	2021
	\$	\$	\$	\$
Increase 15%	148,360	63,522	148,360	63,522
Decrease 15%	(148,360)	(63,522)	(148,360)	(63,522)

(ii) *Interest rate risk*

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. The Consolidated Entity's exposure to market risk for changes in interest rates relate primarily to investments held in interest bearing instruments. The average interest rate for the year for the table below is 0.1% (2021: 0.1%). The revenue exposure is immaterial in terms of the possible impact on profit or loss or total equity.

(b) Credit risk

Credit risk refers to the risk that a counterparty under a financial instrument will default (in whole or in part) on its contractual obligations resulting in financial loss to the Consolidated Entity. Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, including outstanding receivables and committed transactions. Concentrations of credit risk are minimised primarily by undertaking appropriate due diligence on potential investments, carrying out all market transactions through approved brokers, settling non-market transactions with the involvement of suitably qualified legal and accounting personnel (both internal and external), and obtaining sufficient collateral or other security (where appropriate) as a means of mitigating the risk of financial loss from defaults. The Consolidated Entity's business activities do not necessitate the requirement for collateral as a means of mitigating the risk of financial loss from defaults.

The credit quality of the financial assets are neither past due nor impaired and can be assessed by reference to external credit ratings (if available with Standard & Poor's) or to historical information about counterparty default rates. The maximum exposure to credit risk at Balance Date is the carrying amount of the financial assets as summarised below:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

9. FINANCIAL RISK MANAGEMENT (continued)

(b) Credit risk (continued)

	2022	2021
Cash and cash equivalents	\$	\$
AA-	21,916	210,610
Receivables (due within 30 days)		
No external credit rating available	-	16,772

The Consolidated Entity measures credit risk on a fair value basis. The carrying amount of financial assets recorded in the financial statements, net any provision for losses, represents the Consolidated Entity's maximum exposure to credit risk.

(c) Liquidity risk

Liquidity risk is the risk that the Consolidated Entity will encounter difficulty in meeting obligations associated with financial liabilities. The Consolidated Entity has no external borrowings. The Consolidated Entity's non-cash investments can be realised to meet trade and other payables arising in the normal course of business. The financial liabilities disclosed in the above table have a maturity obligation of not more than 30 days.

10. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

Fair value hierarchy

AASB 13 (Fair Value Measurement) requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- (i) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- (ii) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
- (iii) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Financial assets at fair value through profit or loss:				
Listed securities at fair value				
2022	1,100,000	-	-	1,100,000
2021	2,650,003	-	-	2,650,003

There have been no transfers between the levels of the fair value hierarchy during the financial year.

(a) Valuation techniques

The fair value of the listed securities traded in active markets is based on closing bid prices at the end of the reporting period. These investments are included in Level 1.

The fair value of any assets that are not traded in an active market are determined using certain valuation techniques. The valuation techniques maximise the use of observable market data where it is available, or independent valuation and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

10. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (continued)

(b) Fair values of other financial assets and liabilities		2022	2021
	Note	\$	\$
Cash and cash equivalents	7	23,052	211,745
Receivables		-	16,772
		23,052	228,517
Payables	12	(135,118)	(240,510)
		(112,066)	(11,993)

Due to their short-term nature, the carrying amounts of cash, current receivables and current payables is assumed to approximate their fair value.

Accounting policy

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and available-for-sale securities) is based on quoted market prices at the Balance Date. The quoted market price used for financial assets held by the Consolidated Entity is the current bid price; the appropriate quoted market price for financial liabilities is the current ask price.

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques, including but not limited to recent arm's length transactions, reference to similar instruments and option pricing models. The Consolidated Entity may use a variety of methods and makes assumptions that are based on market conditions existing at each Balance Date. Other techniques, such as estimated discounted cash flows, are used to determine fair value for other financial instruments.

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Consolidated Entity for similar financial instruments.

The Consolidated Entity's investment portfolio (comprising listed and unlisted securities) is accounted for as "financial assets at fair value through profit and loss" and is carried at fair value based on the quoted last bid prices at the Balance Date (refer Note 8).

11. PROPERTY HELD FOR RESALE

	2022	2021
	\$	\$
Property held for development or resale	3,797,339	3,797,339
Revaluation of property	(2,047,339)	(2,047,339)
	1,750,000	1,750,000

Critical accounting judgement and estimate

The carrying value of Property held for resale is based on Directors' judgement, having regard to the most recent independent valuation report dated 30 June 2021 and an assessment of current pertinent real estate market conditions. The Directors are of the view that the property is not impaired as at balance date.

Accounting policy

Property held for resale is valued at the lower of cost and net realisable value. Cost includes the cost of acquisition, development, borrowing costs and holding costs until completion of development. Finance costs and holding charges incurred after development are expensed. Profits are brought to account on the signing of an unconditional contract of sale.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

12. PAYABLES

	2022	2021
Current	\$	\$
Trade payables	35,559	12,928
Dividend payable	6,727	6,727
GST payable	14,217	14,180
Other payables and accrued expenses	78,615	206,675
	<u>135,118</u>	<u>240,510</u>
Non-current		
Accrued Directors' fees and entitlements	<u>405,092</u>	<u>365,092</u>

Risk exposure

The Consolidated Entity's exposure to risks arising from current payables is set out in Note 9.

Accounting policy

These amounts represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

13. PROVISIONS

	2022	2021
Current	\$	\$
Employee benefits - annual leave	105,725	86,467
Employee benefits - long service leave	141,343	132,238
	<u>247,068</u>	<u>218,705</u>

(a) Amounts not expected to be settled within 12 months

The provision for annual leave and long service leave is presented as current since the Consolidated Entity does not have an unconditional right to defer settlement for any of these employee benefits. Long service leave covers all unconditional entitlements where employees have completed the required period of service and also where employees are entitled to pro-rata payments in certain circumstances.

Based on past experience, the employees have never taken the full amount of long service leave or require payment within the next 12 months. The following amounts reflect leave that is not expected to be taken or paid within the next 12 months:

	2022	2021
	\$	\$
Leave obligations expected to be settled after 12 months	<u>141,343</u>	<u>132,238</u>

Accounting policy

Short-term obligations

Provision is made for the Consolidated Entity's liability for employee benefits arising from services rendered by employees to the Balance Date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year from the Balance Date have been measured at the present value of the estimated future cash outflows to be made for those benefits. Employer superannuation contributions are made by the Consolidated Entity in accordance with statutory obligations and are charged as an expense when incurred.

Other long-term employee benefit obligations

The liability for long-service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the Balance Date. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

14. ISSUED CAPITAL

	2022 Number	2021 Number	2022 \$	2021 \$
Fully paid ordinary shares	27,072,332	27,072,332	<u>6,239,370</u>	<u>6,239,370</u>

There was no movement in the Company's issued capital during the financial year.

Capital risk management

The Company's objectives when managing its capital are to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders and to maintain a capital structure balancing the interests of all shareholders.

The Board will consider capital management initiatives as is appropriate and in the best interests of the Company and shareholders from time to time, including undertaking capital raisings, share Buy-backs, capital reductions and the payment of dividends.

The Consolidated Entity has no external borrowings. The Consolidated Entity's non-cash investments can be realised to meet accounts payable arising in the normal course of business.

Accounting policy

Ordinary shares are classified as equity. Fully paid ordinary shares carry one vote per share and the right to dividends. At any meeting, each shareholder present in person or by proxy, attorney, or representative has one vote for each fully paid ordinary share held either upon a show of hands or by a poll. Holders of partly-paid ordinary shares have a fraction of a vote for each partly-paid share held, with the fractional vote of each share being equivalent to the proportion of the total amount paid and payable (excluding amounts credited) that has actually been paid (not credited) for each share. Amounts paid in advance of a call are ignored when calculating proportions. The holder of a partly-paid ordinary share is not entitled to vote at a meeting in respect of those shares on which calls are outstanding.

The profits of the Consolidated Entity, which the Directors may from time to time determine to distribute to shareholders by way of dividends, will be divisible amongst the shareholders in proportion to the amounts paid on the shares. An amount paid in advance of a call is not to be included as an amount paid on a share for the purposes of calculating an entitlement to dividends.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business, are included in the cost of the acquisition as part of the purchase consideration.

15. RESERVES

	2022 \$	2021 \$
Profits reserve	9,081,322	8,827,934
Option premium reserve	2,138,012	2,138,012
Other reserve		
Dilution movement	1,071,663	1,071,663
Non-controlling interest	(186,915)	(186,915)
	<u>884,748</u>	<u>884,748</u>
Total reserves	<u>12,104,082</u>	<u>11,850,694</u>
Movements in Profits reserve		
Opening balance	8,827,934	2,892,899
Profits reserve transfer	253,388	5,935,035
Closing balance	<u>9,081,322</u>	<u>8,827,934</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

15. RESERVES (continued)

Other Reserve relates to differences which may arise as a result of transactions with non-controlling interests that do not result in a loss of control (refer also Note 16).

An increase in the Profits Reserve will arise when the Company or its subsidiaries generates a net profit (after tax) for a relevant financial period (i.e. half year or full year) which the Board determines to credit to the company's Profits Reserve. Dividends may be paid out of (and debited from) a company's Profits Reserve, from time to time.

16. NON-CONTROLLING INTEREST

	2022	2021
	\$	\$
Issued capital	7,549,512	7,549,512
Other reserve	186,915	186,915
Accumulated losses	(6,485,280)	(4,905,062)
	<u>1,251,147</u>	<u>2,831,365</u>

The non-controlling interest is a 40.14% (2021: 40.14%) equity holding in Orion Equities Limited (not held by the Company).

Accounting policy

The Consolidated Entity treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Consolidated Entity. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve (refer to Note 15) within equity attributable to owners of Queste Communications Ltd.

17. PARENT ENTITY INFORMATION

The following information provided relates to the Company, Queste Communications Ltd, as at 30 June 2022.

	2022	2021
	\$	\$
Profit/(Loss) for the year	(966,130)	2,133,328
Other comprehensive income	-	-
Total comprehensive income/(loss) for the year	<u>(966,130)</u>	<u>2,133,328</u>

Statement of financial position

Current assets	9,413	41,028
Non-current assets	2,250,915	3,104,760
Total assets	<u>2,260,328</u>	<u>3,145,788</u>

Current liabilities	67,595	172,526
Loan from controlled entity	97,149	42,597
Non-current liabilities	222,682	91,633
Total liabilities	<u>387,426</u>	<u>306,756</u>

Net assets	<u>1,872,902</u>	<u>2,839,032</u>
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Issued capital	6,239,370	6,239,370
Reserves - Profits reserves	2,342,545	2,342,545
- Option premium reserve	2,138,012	2,138,012
Accumulated losses	(8,847,025)	(7,880,895)
Equity	<u>1,872,902</u>	<u>2,839,032</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

18. INVESTMENT IN CONTROLLED ENTITY

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiary with non-controlling interest:

Ownership Interest	Incorporated	Parent		Non-Controlling Interest	
		2022	2021	2022	2021
Orion Equities Limited	Australia	59.86%	59.86%	40.14%	40.14%

Summarised financial information of the subsidiary with non-controlling interests that are material to the consolidated entity are set out below:

Summarised statement of profit or loss and other comprehensive income	2022	2021
	\$	\$
Revenue	45,367	5,783,699
Expenses	(3,982,149)	(503,222)
Profit/(Loss) from operations	(3,936,782)	5,280,477
Income tax expense	-	-
Profit/(Loss) after income tax expense	(3,936,782)	5,280,477
Other comprehensive income	-	-
Total comprehensive income/(loss) for the year	(3,936,782)	5,280,477

Summarised Statement of Financial Position

Current assets	1,210,789	2,888,020
Non-current assets	2,403,181	4,733,812
Total Assets	3,613,970	7,621,832
Current liabilities	223,543	179,799
Non-current Liabilities	273,455	388,279
Net Assets	3,116,972	7,053,754

Statement of cash flows

Net cash used in operating activities	(127,230)	(151,468)
Net cash used in investing activities	-	(349)
Net cash used in financing activities	(54,553)	52,832
Net increase/(decrease) in cash and cash equivalents	(181,783)	(98,985)

Other financial information

Profit/(Loss) attributable to non-controlling interest	(1,580,218)	2,119,574
Accumulated non-controlling interest at the end of the year	1,251,147	2,831,365

Accounting policy

Subsidiaries are all entities (including structured entities) over which the Consolidated Entity has control (also controlled entities). The Consolidated Entity controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Consolidated Entity. They are deconsolidated from the date that control ceases.

The controlled entity has a June financial year-end. All inter-company balances and transactions between entities in the Consolidated Entity, including any unrealised profits or losses, have been eliminated on consolidation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

18. INVESTMENT IN CONTROLLED ENTITY (continued)

Changes in Ownership Interests

When the Consolidated Entity ceases to have control, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in profit or loss. The fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Consolidated Entity has directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

19. INVESTMENT IN ASSOCIATE ENTITY

	Ownership Interest		Carrying Amount	
	2022	2021	2022	2021
Bentley Capital Limited (ASX:BEL)	28.56%	28.56%	\$ 560,643	\$ 3,029,695

Movements in carrying amounts

Opening balance		3,029,695	169,840
Share of net profit/(loss) after tax		(2,469,052)	2,859,855
Closing balance		<u>560,643</u>	<u>3,029,695</u>

Fair value (at market price on ASX) of investment in Associate entity	1,347,851	2,173,954
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Net asset backing value of investment in Associate entity	1,997,822	4,466,878
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Summarised statement of profit or loss and other comprehensive income

Revenue	6,375	12,095,835
Expenses	(8,652,563)	(1,661,988)
Profit/(Loss) before income tax	(8,646,188)	10,433,847
Income tax expense	-	-
Profit/(Loss) after income tax	(8,646,188)	10,433,847
Other comprehensive income	-	-
Total comprehensive income	(8,646,188)	10,433,847

Summarised statement of financial position

	\$	\$
Current assets	8,020,784	16,942,748
Non-current assets	170,895	3,955
Total assets	8,191,679	16,946,703
Current liabilities	1,195,668	1,304,504
Total liabilities	1,195,668	1,304,504
Net assets	6,996,011	15,642,199

Accounting policy

Associates are all entities over which the Consolidated Entity has or is deemed to have significant influence but not control or joint control (generally in which the Consolidated Entity has a shareholding/voting rights of greater than 20% and less than 50%). Investments in Associates in the consolidated financial statements are accounted for using the equity method of accounting. On initial recognition, investments in Associates are recognised at cost - in respect of investments which were classified as fair value through profit or loss, any gains or losses previously recognised are reversed through profit or loss. Under the equity method, the Consolidated Entity's share of the post-acquisition profits or losses of Associates are recognised in profit or loss, and its share of post-acquisition movements in reserves is recognised in Other Comprehensive Income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

19. INVESTMENT IN ASSOCIATE ENTITY (continued)

Accounting policy (continued)

A share of an Associate entity's net gain increases the investment (and a share of net loss decreases the investment) and dividend income received from an Associate entity decreases the investment. When the Consolidated Entity's share of losses in an Associate equals or exceeds its interest in the Associate, including any other unsecured long-term receivables, the Consolidated Entity does not recognise further losses, unless it has incurred obligations or made payments on behalf of the Associate.

Where applicable, unrealised gains on transactions between the Consolidated Entity and its Associates are eliminated to the extent of the Consolidated Entity's interest in the Associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. The accounting policies of Associates are aligned to ensure consistency with the policies adopted by the Consolidated Entity, where practicable.

20. RELATED PARTY TRANSACTIONS

(a) Loan from Controlled Entity

The Company is deemed to have control of Orion Equities Limited (ASX:OEQ) (**OEQ**) as it holds 59.86% (9,367,653 shares) of Orion's issued capital (2021: 59.86% and 9,367,653 shares).

OEQ and the Company have entered into a Loan Agreement for the Company to borrow up to \$200,000 from OEQ (**Loan**). The Loan is unsecured and currently matures on 31 December 2023 and accrues interest at 10% pa in respect of the first \$150,000 advanced and 7.5% pa in respect of \$50,000 advanced thereafter. During the financial year, the OEQ advanced \$66,500 to the Company and the Company repaid \$19,610 to OEQ and incurred interest expenses of \$7,663 under the Loan.

(b) Transactions with Related Parties

During the financial year there were transactions between the Company, Orion and Associate Entity, Bentley Capital Limited (ASX:BEL), pursuant to shared office and administration expense arrangements. There were no outstanding amounts at the Balance date.

(b) Transactions with key management personnel

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Consolidated Entity's KMP for the year ended 30 June 2022. The total remuneration paid to KMP of the Consolidated Entity during the year is as follows:

	2022	2021
Directors	\$	\$
Short-term employment benefits	40,000	389,386
Post-employment benefits	-	33,488
	40,000	422,874

At Balance Date, the Company and Orion owes its Directors an aggregate \$110,040 and \$298,456 in unpaid salaries respectively (net of PAYG withholding tax remitted to the ATO) (2021: \$91,636 and \$273,456 respectively).

During the year, the Consolidated Entity generated \$37,700 rental income from a family member of Queste and Orion Director, Farooq Khan, pursuant to a standard form residential tenancy agreement in respect of Property Held for Resale (held by Orion subsidiary, Silver Sands Developments Pty Ltd) (2021: \$37,700).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

21. AUDITORS' REMUNERATION

During the year the following fees were paid for services provided by the auditor of the parent entity:

	2022	2021
Rothsay Auditing	\$	\$
Review of financial statements	8,400	27,950
Rothsay Audit & Assurance Pty Ltd		
Audit of financial statements	16,800	-
	<u>25,200</u>	<u>27,950</u>

22. CONTINGENCIES

(a) Directors' Deeds

The Company has entered into Deeds of Indemnity with each of its Directors indemnifying them against liability incurred in discharging their duties as Directors/Officers of the Consolidated Entity. At the end of the financial period, no claims have been made under any such indemnities and accordingly, it is not possible to quantify the potential financial obligation of the Consolidated Entity under these indemnities.

(b) Tenement Royalties

Orion is entitled to receive a royalty of 2% of gross revenues (exclusive of GST) from any commercial exploitation of any minerals from the Paulsens East Iron Ore Project tenement (Mining Lease M47/1583) in Western Australia currently owned by Strike Resources Limited (ASX:SRK). This royalty entitlement stems from Orion's sale of a portfolio of tenements (including the Paulsens East tenement) to Strike in September 2005.

23. EVENTS OCCURRING AFTER THE REPORTING PERIOD

In respect of the Company, no matters or circumstance has arisen since the end of the financial year that significantly affected, or may significantly affect, the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

In respect of the Consolidated Entity:

- (i) Orion is entitled to receive a royalty of 2% of gross revenues (exclusive of GST) from any commercial exploitation of any minerals from the Paulsens East Iron Ore Project tenement (Mining Lease M47/1583) in Western Australia currently owned by Strike Resources Limited (ASX:SRK). Strike has announced that it has commenced iron ore production at Paulsens East and is targeting its first shipment of approximately 66,000 tonnes or lump direct-shipping iron ore (grading at 62% Fe) in late August 2022. The quantum of royalty entitlement is not currently known but the iron ore price is currently approximately US\$105 per tonne (based on the benchmark price for iron ore with a grade of 62% Fe on a CFR China basis).

No other matter or circumstance has arisen since the end of the financial year that significantly affected, or may significantly affect, the operations of the Consolidated Entity, the results of those operations, or the state of affairs of the Consolidated Entity in future financial years.

DIRECTORS' DECLARATION

The Directors of the Company declare that:

- (1) The financial statements, Consolidated Statement of Profit or Loss and Other Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Cash Flows, Consolidated Statement of Changes in Equity, and accompanying notes as set out on pages 17 to 38 are in accordance with the *Corporations Act 2001 (Cth)* and:
 - (a) comply with Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting; and
 - (b) give a true and fair view of the Consolidated Entity's financial position as at 30 June 2022 and of its performance for the year ended on that date;
- (2) In the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
- (3) The Directors have been given the declarations required by section 295A of the *Corporations Act 2001 (Cth)* by the Executive Chairman/Managing Director (the person who, in the opinion of the Directors, performs the Chief Executive Officer function) and Executive Director/Company Secretary (the person who, in the opinion of the Directors, performs the Chief Financial Officer function); and
- (4) The Company has included in the notes to the Financial Statements an explicit and unreserved statement of compliance with the International Financial Reporting Standards.

This declaration is made in accordance with a resolution of the Directors made pursuant to section 295(5) of the *Corporations Act 2001 (Cth)*.



Farooq Khan
Executive Chairman and
Managing Director

26 August 2022



Victor Ho
Executive Director and
Company Secretary

ROTHSAY

AUDIT & ASSURANCE PTY LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

QUESTE COMMUNICATIONS LIMITED

Opinion

We have audited the financial report of Queste Communications Limited ("the Company") and its controlled entities ("the Group") which comprises the consolidated statement of financial position as at 30 June 2022, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended on that date and notes to the financial statements, including a summary of significant accounting policies and the directors' declaration.

In our opinion the financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Group's financial position as at 30 June 2022 and of its financial performance for the year ended on that date; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under these standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of this report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the "Code") that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the following key audit matter to communicate in our report:

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Sydney NSW 2000

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CHARTERED ACCOUNTANTS
AUSTRALIA - NEW ZEALAND



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
QUESTE COMMUNICATIONS LIMITED (continued)

Key Audit Matter - Going Concern	How our Audit Addressed the Key Audit Matter
<p>The financial statements have been prepared on a going concern basis as disclosed in Note 1 to the financial statements.</p> <p>We have included going concern as a key audit matter as the Group relies on existing cash reserves and the realisation of financial and non-financial assets generating sufficient cashflows to cover future expenditure.</p>	<p>In assessing the appropriateness of the going concern assumption in preparing the financial statements our procedures included the following:</p> <ul style="list-style-type: none">• Assessing the cash flow requirements of the Group over the next 12 months based on the historical and budgeted cash outflows;• Considering the liquidity of assets on the balance sheet; and• Assessing whether the disclosures included in the financial report meet the requirements of Australian Accounting Standards.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2022, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on the work we have performed we conclude there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' Responsibility for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with the Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or cease operations, or have no realistic alternative but to do so.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
QUESTE COMMUNICATIONS LIMITED (continued)

Auditor's Responsibility for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: www.auasb.gov.au/Home.aspx.

We communicate with the directors regarding, amongst other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe those matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communications.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the remuneration report included in the directors' report for the year ended 30 June 2022.

In our opinion the remuneration report of Queste Communications Limited for the year ended 30 June 2022 complies with section 300A of the *Corporations Act 2001*.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
QUESTE COMMUNICATIONS LIMITED (continued)

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Rothsay Audit & Assurance Pty Ltd

A handwritten signature in black ink, appearing to read 'Dalla', written over a light grey watermark that says 'For personal use only'.

Daniel Dalla
Director
Dated 26 August 2022

ADDITIONAL ASX INFORMATION

as at 14 October 2022

CORPORATE GOVERNANCE STATEMENT

The Company has adopted the Corporate Governance Principles and Recommendations (4th Edition, 27 February 2019) issued by the ASX Corporate Governance Council in respect of the financial year ended 30 June 2022.

Pursuant to ASX Listing Rules 4.7.3 and 4.10.3, the Company's 2022 Corporate Governance Statement (dated on or about 17 October 2022) and ASX Appendix 4G (Key to Disclosures of Corporate Governance Principles and Recommendations) can be found at the following URL on the Company's Internet website: www.queste.com.au/corporate-governance.

VOTING RIGHTS

Subject to any rights or restrictions for the time being attached to any class or classes of shares (at present there are none), at meetings of shareholders of the Company:

- (1) Each shareholder entitled to vote may vote in person or by proxy or by power of attorney or, in the case of a shareholder which is a corporation, by representative;
- (2) Every person who is present in the capacity of shareholder or the representative of a corporate shareholder shall, on a show of hands, have one vote;
- (3) Every shareholder who is present in person, by proxy, by power of attorney or by corporate representative shall, on a poll, have one vote in respect of every fully paid share held by him; and

DISTRIBUTION OF LISTED ORDINARY FULLY PAID SHARES

Spread	of	Holdings	Number of Holders	Number of Units	% of Total Issue Capital
1	-	1,000	19	9,411	0.04%
1,001	-	5,000	44	123,261	0.46%
5,001	-	10,000	55	492,670	1.82%
10,001	-	100,000	78	2,157,030	7.97%
100,001	-	and over	19	24,289,960	89.72%
Total			215	27,072,332	100%

UNMARKETABLE PARCELS

Spread	of	Holdings	Number of Holders	Number of Shares	% of Total Issued Capital
1	-	11,111	124	690,375	2.55%
11,112	-	over	91	26,381,957	97.45%
Total			215	27,072,332	100%

An unmarketable parcel is considered, for the purposes of the above table, to be a shareholding of 11,111 shares or less, being a value of \$500 or less in total, based upon the Company's last sale price on ASX as at 14 October 2022 of \$0.045 per share.

ADDITIONAL ASX INFORMATION

as at 14 October 2022

SUBSTANTIAL SHAREHOLDERS

Substantial Shareholders	Registered Shareholder	Shareholding	Total Shares	%Voting Power ⁶
Yaqoob Khan and Associate ¹	Mr Yaqoob Khan	5,334,069	5,387,394	19.90%
	KYA Pty Ltd	53,325		
Farooq Khan and Associate ²	Mr Farooq Khan & Ms Rosanna De Campo	4,921,295	5,344,872	19.74%
	Island Australia Pty Ltd	423,577		
Geoff Wilson and Associates ³	Dynasty Peak Pty Ltd	4,391,975		16.22%
Fred Woollard and Samuel Terry Asset Management Pty Ltd ATF Samuel Terry Absolute Return Fund ⁴	Frederick Raymond Woollard	21,862	3,897,430	14.40%
	J P Morgan Nominees Australia Limited	3,875,568		
Renmuir Holdings Limited ⁵	Renmuir Holdings Ltd	3,003,668		11.10%

Notes:

- (1) Based on the Notice of Change in Interests of Substantial Holder filed by Mr Yaqoob Khan and associates dated 31 March 2022.
- (2) Based on the Notice of Change in Interests of Substantial Holder filed by Farooq Khan and associates dated 20 November 2014 (updated to reflect current registered shareholdings and percentage voting power) and the Change of Director's Interest Notices filed by Farooq Khan dated 10 July 2019.
- (3) Based on the Notice of Change in Interests of Substantial Holder filed by Geoff Wilson and associates dated 14 February 2018.
- (4) Based on the Notice of Initial Substantial Holder notice filed by Samuel Terry Asset Management Pty Ltd dated 5 February 2018 (updated to reflect current registered shareholdings and percentage voting power).
- (5) Based on the Notice of Change in Interests of Substantial Holder filed by Azhar Chaudhri and associates dated 31 March 2022.
- (6) Movements of less than 1% in voting power are not required to be disclosed to ASX via an updated substantial shareholding notice and accordingly, there may be variances between the shareholdings recorded in the table above and the most recent substantial shareholding notices lodged on ASX. Current registered shareholdings have been disclosed (where applicable).

ADDITIONAL ASX INFORMATION

as at 14 October 2022

TOP 20 ORDINARY FULLY PAID SHAREHOLDERS

Rank	Shareholder	Shares Held	Total Shares	% Issued Capital
1	YAQOOB KHAN KYA CORPORATION PTY LTD	5,334,069 53,325		
		Sub-total	5,387,394	19.90
2	MR FAROOQ KHAN + MS ROSANNA DE CAMPO ISLAND AUSTRALIA PTY LTD	4,921,295 423,577		
		Sub-total	5,344,872	19.74
3	DYNASTY PEAK PTY LTD		4,391,975	16.22
4	MR FREDERICK RAYMOND WOOLLARD J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	21,862 3,875,568		
		Sub-total	3,897,430	14.40
5	RENMUIR HOLDINGS LTD		3,003,688	11.10
6	GLENVIEW SERVICES PTY LTD		380,000	1.40
7	GA & AM LEAVER INVESTMENTS PTY LTD		378,012	1.40
8	GIBSON KILLER PTY LTD		334,532	1.24
9	MS ROSANNA DE CAMPO		268,100	0.99
10	THE ESTATE OF MR AYUB KHAN		215,000	0.79
11	MRS AFIA KHAN		215,000	0.79
12	MR SIMON KENNETH CATO + MRS KAYE LOUISE HOPKINS ROSEMONT ASSET PTY LTD	118,000 75,000		
		Sub-total	193,000	0.71
13	TOMATO 2 PTY LTD		185,019	0.68
14	MR JOHN CHENG-HSIANG YANG + MS PEGA PING MOK		136,125	0.50
15	MR EUGENE RODRIGUEZ		110,000	0.41
16	MRS MARY THERESE CAMILLERI		100,000	0.37
17	MRS LINDA ANN OATES		100,000	0.37
18	MR PAUL GERARD GRAFEN		84,351	0.31
19	MRS WENDY MARGARET BELL		75,000	0.28
20	MANAR NOMINEES PTY LTD		72,247	0.27
Total			24,871,745	91.87%

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ASX Code: QUE

Queste Communications Ltd
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