



HALF YEAR REPORT

31 December 2008

THIS DOCUMENT SHOULD BE READ IN CONJUNCTION WITH THE
30 JUNE 2008 ANNUAL REPORT OF THE COMPANY

www.queste.com.au

ASX Code: QUE

QUESTE COMMUNICATIONS LTD

A.B.N. 58 081 688 164



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CORPORATE DIRECTORY

BOARD

Farooq Khan (Chairman & Managing Director)
Simon Cato (Director)
Azhar Chaudhri (Director)
Yaqoob Khan (Director)

COMPANY SECRETARY

Victor Ho

PRINCIPAL & REGISTERED OFFICE

Level 14, The Forrest Centre
221 St Georges Terrace
Perth, Western Australia 6000

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SHARE REGISTRY

Advanced Share Registry Services
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Nedlands, Western Australia 6009
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Website: www.advancedshare.com.au

STOCK EXCHANGE

Australian Securities Exchange
Perth, Western Australia

ASX CODE

QUE

AUDITORS

BDO Kendalls Audit & Assurance (WA) Pty Ltd
128 Hay Street
Subiaco Western Australia 6008
Telephone: (08) 9380 8400
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Website: www.bdo.com.au

APPENDIX 4D HALF YEAR REPORT

This Half Year Report is provided to the Australian Securities Exchange (**ASX**) under ASX Listing Rule 4.2A.3

Current Reporting Period:	1 July 2008 to 31 December 2008
Previous Corresponding Period:	1 July 2007 to 31 December 2007
Balance Date:	31 December 2008
Company:	Questa Communications Ltd (Questa or QUE)
Consolidated Entity:	Questa and controlled entities, being Orion Equities Limited (ACN 000 742 843) (Orion or OEO) and controlled entities of Orion: <ol style="list-style-type: none"> (1) Silver Sands Developments Pty Ltd (ACN 094 097 122), a wholly owned subsidiary; (2) Koorian Olives Pty Ltd (ACN 120 616 891, a wholly owned subsidiary); (3) CXM Limited (ACN 132 294 645), as a wholly owned subsidiary; (4) Central Exchange Mining Ltd (ACN 119 438 265), a wholly owned subsidiary (ceased to be a controlled entity on 11 August 2008); (5) Orion Indo Operations Pty Ltd (ACN 124 702 245), a wholly owned subsidiary (ceased to be a controlled entity on 11 August 2008); and (6) PT Orion Indo Mining, 100% beneficially owned by Orion Indo Operations Pty Ltd (ceased to be a controlled entity on 11 August 2008).

RESULTS FOR ANNOUNCEMENT TO THE MARKET

	Consolidated			Company		
	Dec 2008 \$	Dec 2007 \$	% Change	2008 \$	2007 \$	% Change
Total revenues	17,969,703	3,059,331	+487%	168,683	297,793	-43%
Total expenses	(36,004,903)	(3,116,876)	+1055%	(433,028)	(232,327)	+86%
Profit/(Loss) before tax	(18,035,200)	(57,545)	+31241%	(264,345)	65,466	-504%
Income tax benefit/(expense)	4,108,607	644,257	+538%	12,626	-	+100%
Profit/(Loss) from continuing operations	(13,926,593)	586,712	-2474%	(251,719)	65,466	-485%
Loss from discontinued operations	(6,076)	(11,201)	-46%	-	-	unchanged
Profit/(Loss) for the year	(13,932,669)	575,511	-2521%	(251,719)	65,466	-485%
Net profit/(loss) attributable to minority interests	7,132,596	(168,924)	-4322%	-	-	unchanged
Profit/(Loss) after tax attributable to members of the Company	(6,800,073)	406,587	-1772%	(251,719)	65,466	-485%
Basic earnings/(loss) per share (cents)	(22.93)	1.38	-1758%	(0.85)	0.22	-481%
Diluted earnings/(loss) per share (cents)	n/a	0.84	n/a	n/a	0.14	n/a
	Dec 2008	Jun 2008		Dec 2008	Jun 2008	
Undiluted NTA backing per share (cents)	39.95	63.84	-37%	20.68	32.70	-37%
Diluted NTA Backing per share (cents)	32.33	46.63	-31%	20.42	27.72	-26%

Note: In %Change columns:

"+" means "Up" from previous corresponding period or balance date (as the case may be)

"-" means "Down" from previous corresponding period or balance date (as the case may be)

APPENDIX 4D HALF YEAR REPORT

BRIEF EXPLANATION OF RESULTS

NTA backings at the Consolidated Entity level are reported net of minority interests.

The Consolidated Entity's results incorporates the results of controlled entity, ASX listed investment company, Orion Equities Limited (**Orion** or **OEQ**).

At the Company level:

Total revenues of \$168,683 include:

- (1) \$46,581 dividend income (December 2007: \$179,823); and
- (2) \$113,147 interest received (December 2007: \$89,060).

Total expenses of \$433,028 include:

- (1) \$226,892 personnel expenses (December 2007: \$136,317); and
- (2) \$49,692 net change in fair value (December 2007: \$31,463).

Please refer to the Directors' Report and Financial Report for further information on a review of the operations and the financial position and performance of Queste for the half year ended 31 December 2008.

DIVIDENDS

The Directors have not declared an interim dividend as the Company incurred a net loss for the half year and had accumulated losses as at 31 December 2008.

The Company paid a final dividend during the period:

Dividend Rate	Record Date	Payment Date	Franking
0.25 cents per share	19 September 2008	26 September 2008	Fully Franked

ASSOCIATE ENTITIES

The Company did not gain or lose an interest in an associate or joint venture entity during the half year.

Orion Equities has accounted for the following share investments at Balance Date as investments in an Associate entity (on an equity accounting basis):

- (1) 28.47% interest in ASX listed Scarborough Equities Limited (ACN 061 287 045) (**SCB**);
- (2) 28.80% interest in ASX listed Bentley International Limited (ACN 008 108 218) (**BEL**); and
- (3) AquaVerde Holdings Pty Ltd (ACN 128 938 090), 50% owned by wholly owned subsidiary, Silver Sands Developments Pty Ltd.

APPENDIX 4D HALF YEAR REPORT

CONTROLLED ENTITIES

The Company did not gain or cease control of any entities during the half year.

Orion Equities ceased having control over the following entities during the half year:

- (1) Central Exchange Mining Ltd, formerly a wholly owned subsidiary, was disposed to Strike Resources Limited (**Strike** or **SRK**) on 11 August 2008 in consideration for 1,750,000 Strike shares;
- (2) Orion Indo Operations Pty Ltd, formerly a wholly owned subsidiary, was disposed to Strike on 11 August 2008 in consideration for 7,750,000 Strike shares; and
- (3) PT Orion Indo Mining, which is 100% beneficially owned by Orion Indo Operations Pty Ltd.

Orion Equities gained control of the following entity during the half year:

- (1) CXM Limited (ACN 132 294 645) which was incorporated on 18 July 2008 as a wholly owned subsidiary.

For and on behalf of the Directors,



Victor Ho
Company Secretary
Telephone: (08) 9214 9777

Date: **27 February 2009**

Email: vho@queste.com.au

DIRECTORS' REPORT

The Directors present their report on Queste Communications Ltd (**Company** or **Queste**) and its controlled entities (the **Consolidated Entity**) for the half year ended 31 December 2008 (**Balance Date**).

Queste 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.

The Consolidated Entity's results incorporates the results of controlled entity, ASX listed investment company, Orion Equities Limited (**Orion Equities** or **OEQ**).

CONTROLLED AND ASSOCIATE ENTITIES

Queste has prepared a consolidated financial report incorporating the entities that it controlled during the half year.

Controlled entities are ASX listed investment company, Orion Equities Limited ABN 77 000 742 843 (**Orion Equities** or **OEQ**) (controlled throughout the half year) and controlled entities of Orion Equities:

- (1) Silver Sands Developments Pty Ltd (ACN 094 097 122), a wholly owned subsidiary of OEQ;
- (2) Koorian Olives Pty Ltd (ACN 120 616 891, a wholly owned subsidiary of OEQ;
- (3) CXM Limited (ACN 132 294 645), as a wholly owned subsidiary of OEQ;
- (4) Central Exchange Mining Ltd (ACN 119 438 265), a wholly owned subsidiary of OEQ (ceased to be a controlled entity on 11 August 2008);
- (5) Orion Indo Operations Pty Ltd (ACN 124 702 245), a wholly owned subsidiary of OEQ (ceased to be a controlled entity on 11 August 2008); and
- (6) PT Orion Indo Mining, 100% beneficially owned by Orion Indo Operations Pty Ltd (ceased to be a controlled entity on 11 August 2008).

Orion Equities has been treated as a controlled entity by virtue of the Company being a 48.04% substantial shareholder of Orion Equities as at Balance Date (31 December 2007: 48.04%).

Orion Equities ceased having control over the following entities during the half year:

- (1) Central Exchange Mining Ltd, formerly a wholly owned subsidiary of OEQ, was disposed to Strike Resources Limited (**Strike** or **SRK**) on 11 August 2008 in consideration for 1,750,000 Strike shares;
- (2) Orion Indo Operations Pty Ltd, formerly a wholly owned subsidiary of OEQ, was disposed to Strike on 11 August 2008 in consideration for 7,750,000 Strike shares; and
- (3) PT Orion Indo Mining, which is 100% beneficially owned by Orion Indo Operations Pty Ltd.

Orion Equities gained control of the following entity during the half year:

- (1) CXM Limited (ACN 132 294 645) which was incorporated on 18 July 2008 as a wholly owned subsidiary.

Orion Equities has accounted for the following investments at Balance Date as investments in an Associate entity (on an equity accounting basis):

- (1) 28.47% interest in ASX listed Scarborough Equities Limited (ACN 061 287 045) (**SCB**);
- (2) 28.80% interest in ASX listed Bentley International Limited (ACN 008 108 218) (**BEL**); and
- (3) AquaVerde Holdings Pty Ltd (ACN 128 938 090), 50% owned by wholly owned subsidiary, Silver Sands Developments Pty Ltd.

DIRECTORS' REPORT

OPERATING RESULTS

	Consolidated		Company	
	Dec 2008	Dec 2007	Dec 2008	Dec 2007
	\$	\$	\$	\$
Total revenues	17,969,703	3,059,331	168,683	297,793
Total expenses	(36,004,903)	(3,116,876)	(433,028)	(232,327)
Profit/(Loss) before tax	(18,035,200)	(57,545)	(264,345)	65,466
Income tax benefit/(expense)	4,108,607	644,257	12,626	-
Profit/(Loss) from continuing operations	(13,926,593)	586,712	(251,719)	65,466
Loss from discontinued operations	(6,076)	(11,201)	-	-
Profit/(Loss) for the year	(13,932,669)	575,511	(251,719)	65,466
Net profit/(loss) attributable to minority interests	7,132,596	(168,924)	-	-
Profit/(Loss) after tax attributable to members of the Company	(6,800,073)	406,587	(251,719)	65,466
Basic earnings/(loss) per share (cents)	(22.93)	1.38	(0.85)	0.22
Diluted earnings/(loss) per share (cents)	n/a	0.84	n/a	0.14

At the Company level:

Total revenues of \$168,683 include:

- (1) \$46,581 dividend income (December 2007: \$179,823); and
- (2) \$113,147 interest received (December 2007: \$89,060).

Total expenses of \$433,028 include:

- (1) \$226,892 personnel expenses (December 2007: \$136,317); and
- (2) \$49,692 net change in fair value (December 2007: \$31,463).

DIRECTORS' REPORT

EARNINGS/(LOSS) PER SHARE

	Consolidated Entity		Company	
	Dec 2008	Dec 2007	Dec 2008	Dec 2007
Basic earnings/(loss) per share (cents)	(22.93)	1.38	(0.85)	0.22
Weighted average number of fully paid ordinary shares in the Company outstanding during the year used in the calculation of basic earnings per share	29,655,393	29,404,879	29,655,393	29,404,879
Diluted earnings/(loss) per share (cents)	n/a	0.84	n/a	0.14
Weighted average number of fully paid ordinary shares in the Company outstanding during the year used in the calculation of diluted earnings per share	48,404,879	48,404,879	48,404,879	48,404,879

The Company's 20,000,000 partly paid ordinary shares, to the extent that they have been paid (1.5225 cents per share), have been included in the determination of the basic earnings per share.

The Company's partly paid shares are included in the determination of diluted earnings per share on the basis that each partly paid share have become fully paid.

DIVIDENDS

The Directors have not declared an interim dividend as the Company incurred a net loss for the half year and had accumulated losses as at 31 December 2008.

The Company paid a final dividend during the period:

Dividend Rate	Record Date	Payment Date	Franking
0.25 cents per share	19 September 2008	26 September 2008	Fully Franked

DIRECTORS' REPORT

FINANCIAL POSITION

	Consolidated Entity		Company	
	Dec 2008	Jun 2008	Dec 2008	Jun 2008
Cash	3,893,324	3,839,432	3,224,120	3,321,651
Current investments - equities	5,543,478	18,179,917	53,796	188,802
Non-current investments - equities	-	-	3,123,716	7,702,314
Investments - listed Associate entities	6,730,664	9,207,515	-	-
Inventory	2,450,000	3,650,000	-	-
Receivables	17,062	243,312	2,726	4,301
Other assets	3,431,776	5,068,200	20,118	18,846
Total Assets	22,066,304	40,188,376	6,424,476	11,235,914
Tax liabilities (current and deferred)	-	(4,050,490)	(82,186)	(1,468,391)
Other payables and liabilities	(585,568)	(707,882)	(153,340)	(151,517)
Net Assets	21,480,736	35,430,004	6,188,950	9,616,006
Issued capital	6,192,427	6,087,927	6,192,427	6,087,927
Reserves	2,427,593	2,427,593	2,329,776	5,534,795
Minority interest	9,525,894	16,658,490	-	-
Accumulated profit/(losses)	3,334,822	10,255,994	(2,333,253)	(2,006,716)
Total Equity	21,480,736	35,430,004	6,188,950	9,616,006

NET TANGIBLE ASSET BACKING

The effects of the Company's 20,000,000 partly paid ordinary shares (which were issued at a price of 20 cents each and have been partly paid to 1.5225 cent each and have an outstanding amount payable of 18.4775 cents per partly paid share (or \$3,695,000 in total) as at Balance Date) on the net tangible asset (**NTA**) backing of the Company and Consolidated Entity have been considered below.

The Directors also note that:

- The Company's NTA at Balance Date includes a valuation of the Company's 8,558,127 shares in Orion Equities (representing a 48.04% interest) at Orion Equities' last bid price on ASX at Balance Date of \$0.365 per share (Dec 2007: \$1.31). This compares with OEQ's post tax NTA backing of \$1.015 per share (Dec 2007: \$1.95) at Balance Date.
- The Consolidated Entity's NTA at Balance Date includes the effects of the NTA position of Orion Equities as a controlled entity rather than OEQ's market price on ASX.
- NTA backings at the Consolidated Entity level are reported net of minority interests.

The undiluted (which includes the extent (1.5225 cents per share) to which the partly paid shares have been paid) and diluted (which includes the full effects of all partly paid shares) NTA backing per share as at the Balance Date are detailed in the following tables.

DIRECTORS' REPORT

(1) UNDILUTED FOR PARTLY PAID SHARES

	Consolidated Entity		Company	
	Dec 2008	Jun 2008	Dec 2008	Jun 2008
NTA (pre tax)	\$11,954,842	\$22,630,120	\$6,271,136	\$11,084,397
NTA (post tax)	\$11,954,842	\$18,771,514	\$6,188,950	\$9,616,006
Share capital base of the Company:				
Fully paid ordinary shares	28,404,879	28,404,879	28,404,879	28,404,879
Portion of 20,000,000 partly paid ordinary shares (representing the extent to which such shares have been paid, being one cent per share with a balance of the call of 19 cents per share)	1,522,500	1,000,000	1,522,500	1,000,000
Adjusted undiluted total fully paid ordinary share capital	29,927,379	29,404,879	29,927,379	29,404,879
Undiluted pre-tax NTA backing per share	\$0.40	\$0.77	\$0.21	\$0.38
Undiluted post-tax NTA backing per share	\$0.40	\$0.64	\$0.21	\$0.33

(2) DILUTED FOR PARTLY PAID SHARES

	Consolidated Entity		Company	
	Dec 2008	Jun 2008	Dec 2008	Jun 2008
Proceeds on conversion of 20,000,000 partly paid ordinary shares into fully paid ordinary shares	\$3,695,500	\$3,800,000	\$3,695,500	\$3,800,000
Diluted NTA (pre tax)	\$15,650,342	\$26,428,540	\$9,966,636	\$14,884,397
Diluted NTA (post tax)	\$15,650,342	\$22,569,934	\$9,884,450	\$13,416,006
Share capital base of the Company:				
Fully paid ordinary shares	28,404,879	28,404,879	28,404,879	28,404,879
Conversion of 20,000,000 partly paid ordinary shares into fully paid ordinary shares	20,000,000	20,000,000	20,000,000	20,000,000
Fully diluted total fully paid ordinary share capital of the Company	48,404,879	48,404,879	48,404,879	48,404,879
Diluted pre-tax NTA backing per share	\$0.32	\$0.55	\$0.21	\$0.31
Diluted post-tax NTA backing per share	\$0.32	\$0.47	\$0.20	\$0.28

DIRECTORS' REPORT

SECURITIES IN THE COMPANY

At the date of this report, the Company has the following securities on issue:

- (i) 28,404,879 listed fully paid ordinary shares (Dec 2007: 28,404,879);
- (ii) 20,000,000 unlisted partly paid ordinary shares (Dec 2007: 20,000,000), each paid to 1.5225 cents with 18.4775 cents per partly paid ordinary share outstanding (or \$3,695,000 in total) (Dec 2007: each paid to one cent with 19 cents per partly paid ordinary share outstanding (or \$3,800,000 in total)).

On 8 July 2008, a \$104,500 call was made on the partly paid shares, equivalent to 1.5225 cents per partly paid share, with \$3,695,500 being the total balance outstanding.

The terms of issue of the partly paid shares are disclosed in the Prospectus for the initial public offering of shares in the Company dated 6 August 1998.

REVIEW OF OPERATIONS

1. Orion Equities Limited (OEQ)

Controlled entity, Orion Equities Limited is an ASX listed investment entity (ASX Code: OEQ).

At 31 December 2008, OEQ had a market capitalisation of \$6.50 million (at \$0.365 per share), net assets of \$18.08 million (at \$1.015 after tax NTA backing per share), 17,814,389 fully paid ordinary shares on issue, and 746 shareholders on its share register (31 December 2007: \$23.34 million market capitalisation (at \$1.31 per share), net assets of \$34.95 million (at \$1.949 cents after tax NTA backing per share), 17,814,389 shares on issue, and 760 shareholders).

The Company holds 8,558,127 shares in Orion Equities, being 48.04% of its issued ordinary share capital (31 December 2007: 8,558,127 shares or 48.04%). Orion Equities has been recognised as a controlled entity and included as part of the Consolidated Entity's results since 1 July 2002.

Queste shareholders are advised to refer to the 31 December 2008 Directors Report and financial statements and monthly NTA disclosures lodged by Orion Equities for further information about the status and affairs of such company.

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

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

DIRECTORS' REPORT

DIRECTORS

Information concerning Directors in office during or since the half year are:

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>	Mr 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>	6,113,944 shares
<i>Special Responsibilities</i>	Chairman of the Board and Managing Director
<i>Other current directorships in listed entities</i>	Current Chairman of: (1) Bentley International Limited (since 2 December 2003) (2) Scarborough Equities Limited (since 29 November 2004) (3) Orion Equities Limited (since 6 October 2006) Current Executive Director of: (4) Strike Resources Limited (since 9 September 1999) (5) Alara Resources Limited (since 14 May 2007) Current Non-Executive Director of: (6) Interstaff Recruitment Limited (since 27 April 2006)
<i>Former directorships in other listed entities in past 3 years</i>	(1) Altera Capital Limited (26 November 2001 to 18 October 2005) (2) Sofcom Limited (3 July 2002 to 18 October 2005)

Azhar Chaudhri	Non-Executive Director
<i>Appointed</i>	4 August 1998
<i>Qualifications</i>	Bachelor of Science degree in Maths and Physics and a Masters degree in Economics and postgraduate computer studies
<i>Experience</i>	Mr Chaudhri has considerable expertise in computer systems, analysis and design and advanced programming experience, particularly with respect to business and information technology systems and Data Base computing. In particular Mr Chaudhri has formed and led software development teams creating integrated database and management information systems for utilities, local government land tax departments, hospitals, libraries and oil terminals.
<i>Relevant interest in shares</i>	4,337,780 shares 20,000,000 partly paid shares
<i>Special Responsibilities</i>	None
<i>Other current directorships in listed entities</i>	None
<i>Former directorships in other listed entities in past 3 years</i>	Strike Resources Limited (9 September 1999 to 26 September 2005)

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, Mr 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>	157,920 shares
<i>Special Responsibilities</i>	None
<i>Other current directorships in listed entities</i>	Orion Equities Limited (since 5 November 1999).
<i>Former directorships in other listed entities in past 3 years</i>	Strike Resources Limited (9 September 1999 to 26 September 2005)

Simon K. Cato	Non-Executive Director
<i>Appointed</i>	6 February 2008
<i>Qualifications</i>	B.A. (<i>USYD</i>)
<i>Experience</i>	Mr Simon Cato has had over 25 years capital markets experience in broking, regulatory roles and as director of listed companies. He initially was employed by the ASX in Sydney and in Perth. Over the last 17 years he has been an executive director and/or responsible executive of three stockbroking firms and in those roles he has been involved in many aspects of broking including management issues such as credit control and reporting to regulatory bodies in the securities industry. As a broker he has also been involved in the underwriting of a number of IPO's and has been through the process of IPO listing in the dual role of broker and director. Currently he holds a number of executive and non executive roles with listed companies in Australia.
<i>Relevant interest in shares</i>	193,000 shares
<i>Special Responsibilities</i>	None
<i>Other current directorships in listed entities</i>	Current Chairman of: (1) Convergent Minerals Limited (since 25 July 2006) (2) Advanced Share Registry Services Limited (since 22 August 2007) Current Director of: (3) Greenland Minerals and Energy Ltd (since 21 February 2006) (4) Bentley International Limited (since 5 February 2004) (5) Scarborough Equities Limited (since 24 November 2004)
<i>Former directorships in other listed entities in past 3 years</i>	(1) Altera Capital Limited (8 January 2004 to 8 August 2006) (2) Elemental Minerals Limited (19 February 2004 to 5 July 2006) (3) Medusa Mining Limited (5 February 2002 to 13 April 2006) (6) Sofcom Limited (8 January 2004 to 19 March 2008)

At Balance Date, Messrs Azhar Chaudhri and Yaqoob Khan were resident overseas.

DIRECTORS' REPORT

COMPANY SECRETARY

Information concerning the Company Secretary in office during or since the half year are:

Victor P. H. Ho	Company Secretary
<i>Appointed</i>	30 August 2000
<i>Qualifications</i>	BCom, LLB (<i>Western Australia</i>)
<i>Experience</i>	Mr Ho has been in executive and company secretarial roles with a number of public listed companies since early 2000. Previously, Mr Ho had 9 years experience in the taxation profession with the Australian Tax Office and in a specialist tax law firm. Mr Ho has been actively involved in the structuring and execution of a number of corporate transactions, capital raisings and capital management matters and has extensive experience in public company administration, corporations law, stock exchange compliance and shareholder relations.
<i>Relevant interest in shares</i>	17,500 shares
<i>Other positions held in listed entities</i>	Current Executive Director and Company Secretary of: <ol style="list-style-type: none"> (1) Strike Resources Limited (Secretary since 9 March 2000 and Director since 12 October 2000) (2) Orion Equities Limited (Secretary since 2 August 2000 and Director since 4 July 2003) (3) Sofcom Limited (Director since 3 July 2002 and Secretary since 23 July 2003) Current Company Secretary of: <ol style="list-style-type: none"> (4) Bentley International Limited (since 5 February 2004) (5) Scarborough Equities Limited (since 29 November 2004) (6) Alara Resources Limited (since 4 April 2007)
<i>Former positions in other listed entities in past 3 years</i>	<ol style="list-style-type: none"> (1) Altera Capital Limited (Director between 9 November 2001 and 8 August 2006; Secretary between 26 November 2001 and 8 August 2006) (2) Sofcom Limited (SOF) (Director between 3 July 2002 and 19 March 2008; Secretary between 23 July 2003 and 19 March 2008)

AUDITORS' INDEPENDENCE DECLARATION

A copy of the Auditor's Independence Declaration as required under section 307C of the Corporations Act 2001 forms part of this Directors Report and is set out on page 14. This relates to the Auditor's Independent Review Report, where the Auditors state that they have issued an independence declaration.

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



Farooq Khan
Chairman and Managing Director



Simon Cato
Director

27 February 2009

27th February 2009

The Directors
Queste Communications Ltd
Level 14, 221 St Georges Tce
PERTH WA 6000

Dear Sirs,

**DECLARATION OF INDEPENDENCE BY CHRIS BURTON TO THE DIRECTORS OF
QUESTE COMMUNICATIONS LIMITED**

As lead auditor for the review of Queste Communications Limited for the half-year ended 31 December 2008, 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 review; and
- any applicable code of professional conduct in relation to the review.

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



Chris Burton
Director

BDO Kendalls

BDO Kendalls Audit & Assurance (WA) Pty Ltd

Dated this 27th day of February 2009
Perth, Western Australia

INCOME STATEMENT FOR THE PERIOD ENDED 31 DECEMBER 2008

	Note	Consolidated Entity		Company	
		31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
		\$	\$	\$	\$
Revenue from continuing operations	2	471,739	1,473,768	159,728	267,883
Other income	2	17,497,964	1,585,563	8,955	29,910
		17,969,703	3,059,331	168,683	297,793
Share of Associate entities' profits/(losses)	2	(2,476,851)	(852,796)	-	-
Cost of investments sold	2	34,346	(28,701)	(3,050)	(779)
Net change in fair value	2	(30,917,808)	(529,574)	(49,692)	(31,463)
Cost of land development	2	(1,236,271)	-	-	-
Cost of olive grove operations	2	(445,447)	(942,657)	-	-
Occupancy expenses	2	(28,595)	(49,473)	(11,641)	(9,637)
Finance expenses	2	(3,208)	(3,346)	(1,905)	(955)
Borrowing costs	2	-	(48)	-	(2)
Corporate expenses	2	(79,733)	(50,134)	(55,224)	(23,599)
Administration expenses					
- personnel	2	(611,293)	(445,226)	(241,422)	(136,317)
- others	2	(240,043)	(214,921)	(70,094)	(29,575)
Profit/(Loss) before income tax expense		(18,035,200)	(57,545)	(264,345)	65,466
Income tax benefit		4,108,607	644,257	12,626	-
Profit/(Loss) from continuing operations		(13,926,593)	586,712	(251,719)	65,466
Profit/(Loss) from discontinued operations	3	(6,076)	(11,201)	-	-
		(13,932,669)	575,511	(251,719)	65,466
Net profit/(loss) attributable to minority interests		7,132,596	(168,924)	-	-
Net profit/(loss) attributable to members of the company		(6,800,073)	406,587	(251,719)	65,466
Dividends per share (cents)	4	0.75	2.25	0.25	0.25
Earnings per share					
Basic earnings/(loss) (cents per share)	5	(22.93)	1.38	(0.85)	0.22
Diluted earnings/(loss) (cents per share)	5	n/a	0.84	n/a	0.14

The accompanying notes form part of these financial statements

BALANCE SHEET AS AT 31 DECEMBER 2008

	Note	Consolidated Entity		Company	
		31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
		\$	\$	\$	\$
CURRENT ASSETS					
Cash and cash equivalents	6	3,893,324	3,839,432	3,224,120	3,321,651
Trade and other receivables		17,062	243,312	2,726	4,301
Financial assets at fair value through profit and loss	7	5,543,478	18,179,917	53,796	188,802
Inventory	8	-	160,526	-	-
Other		17,517	-	1,715	-
TOTAL CURRENT ASSETS		9,471,381	22,423,187	3,282,357	3,514,754
NON CURRENT ASSETS					
Trade and other receivables		32,823	32,823	-	-
Inventory	8	2,450,000	3,650,000	-	-
Available for sale asset	9	-	-	3,123,716	7,702,314
Investments in Associate entities (equity accounted)	10	6,730,664	9,207,515	-	-
Property, plant and equipment		2,551,436	2,629,500	18,403	18,846
Olive trees		580,000	581,580	-	-
Resource projects		-	1,413,771	-	-
Intangibles		250,000	250,000	-	-
TOTAL NON CURRENT ASSETS		12,594,923	17,765,189	3,142,119	7,721,160
TOTAL ASSETS		22,066,304	40,188,376	6,424,476	11,235,914
CURRENT LIABILITIES					
Trade and other payables		585,568	649,766	153,340	151,517
Current tax liabilities		-	58,116	-	-
TOTAL CURRENT LIABILITIES		585,568	707,882	153,340	151,517
NON CURRENT LIABILITIES					
Deferred tax liabilities		-	4,050,490	82,186	1,468,391
TOTAL NON CURRENT LIABILITIES		-	4,050,490	82,186	1,468,391
TOTAL LIABILITIES		585,568	4,758,372	235,526	1,619,908
NET ASSETS		21,480,736	35,430,004	6,188,950	9,616,006
EQUITY					
Issued capital	11	6,192,427	6,087,927	6,192,427	6,087,927
Reserves		2,427,593	2,427,593	2,329,776	5,534,795
Retained earnings /(accumulated losses)		3,334,822	10,255,994	(2,333,253)	(2,006,716)
Parent interest		11,954,842	18,771,514	6,188,950	9,616,006
Minority interest		9,525,894	16,658,490	-	-
TOTAL EQUITY		21,480,736	35,430,004	6,188,950	9,616,006

The accompanying notes form part of these financial statements

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 DECEMBER 2008

<u>Consolidated Entity</u>	Issued Capital \$	Reserves \$	Retained Earnings/ (Accumulated Losses)	Minority Interest \$	Total \$
			\$		
At 1 July 2007	6,087,927	2,138,012	12,076,757	17,574,033	37,876,729
Profit attributable to members of the Company	-	-	406,587	-	406,587
Profit attributable to minority interest	-	-	-	168,924	168,924
Total income and expense recognised for the half year	-	-	406,587	168,924	575,511
Dividend paid	-	-	(258,638)	-	(258,638)
Movement in minority interest	-	-	(430,085)	430,270	185
At 31 December 2007	6,087,927	2,138,012	11,794,621	18,173,227	38,193,787
At 1 July 2008	6,087,927	2,427,593	10,255,994	16,658,490	35,430,004
Loss attributable to members of the Company	-	-	(6,800,073)	-	(6,800,073)
Loss attributable to minority interest	-	-	-	(7,132,596)	(7,132,596)
Total income and expense recognised for the half year	-	-	(6,800,073)	(7,132,596)	(13,932,669)
Dividend paid	-	-	(121,099)	-	(121,099)
Partly paid shares	104,500	-	-	-	104,500
At 31 December 2008	6,192,427	2,427,593	3,334,822	9,525,894	21,480,736

<u>Company</u>	Issued Capital \$	Reserves \$	Accumulated Losses	Total \$
			\$	
At 1 July 2007	6,087,927	8,260,558	(2,149,757)	12,198,728
Changes in fair value of available for sale assets (net of tax)	-	(269,579)	-	(269,579)
Net income directly recognised in equity	-	(269,579)	-	(269,579)
Profit for the half year	-	-	65,466	65,466
Total income and expense recognised for the half year	-	(269,579)	65,466	(204,113)
Dividend paid	-	-	(73,512)	(73,512)
At 31 December 2007	6,087,927	7,990,979	(2,157,803)	11,921,103
At 1 July 2008	6,087,927	5,534,795	(2,006,716)	9,616,006
Changes in fair value of available for sale assets (net of tax)	-	(3,205,019)	-	(3,205,019)
Net income directly recognised in equity	-	(3,205,019)	-	(3,205,019)
Loss for the half year	-	-	(251,719)	(251,719)
Total income and expense recognised for the half year	-	(3,205,019)	(251,719)	(3,456,738)
Dividend paid	-	-	(74,818)	(74,818)
Partly paid shares	104,500	-	-	104,500
At 31 December 2008	6,192,427	2,329,776	(2,333,253)	6,188,950

The accompanying notes form part of these financial statements

STATEMENTS OF CASH FLOWS FOR THE PERIOD ENDED 31 DECEMBER 2008

	Note	Consolidated Entity		Company	
		31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
		\$	\$	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES					
Receipts from customers		311,530	1,023,800	-	1,000
Payments to suppliers and employees		(1,352,817)	(1,383,701)	(382,074)	(141,147)
Payments for exploration and evaluation		(19,224)	(828,474)	-	-
Sale proceeds from trading portfolio		1,141,704	4,222,014	-	-
Payments for trading portfolio		(262,740)	(3,077,474)	-	-
Dividends received		34,226	55,012	48,981	171,163
Income tax paid		-	(563,593)	-	-
Interest received		125,079	119,913	113,147	88,060
Interest paid		-	(48)	-	(2)
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES		(22,242)	(432,551)	(219,946)	119,074
CASH FLOWS FROM INVESTING ACTIVITIES					
Payments for property, plant and equipment		(1,535)	(45,060)	(1,535)	(597)
Loan to other entities		-	(17,000)	-	(17,000)
Payments for investment securities		(515,737)	(92,862)	(515,737)	(92,862)
Proceeds from sale of investment securities		610,005	77,910	610,005	77,910
NET CASH INFLOW/(OUTFLOW) FROM INVESTING ACTIVITIES		92,733	(77,012)	92,733	(32,549)
CASH FLOWS FROM FINANCING ACTIVITIES					
Proceeds from partly paid shares		104,500	-	104,500	-
Dividends paid		(121,099)	(258,637)	(74,818)	(73,512)
NET CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES		(16,599)	(258,637)	29,682	(73,512)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS HELD		53,892	(768,200)	(97,531)	13,013
Add opening cash and cash equivalents brought forward		3,839,432	4,774,405	3,321,651	3,154,207
NET CASH AND CASH EQUIVALENTS AT END OF PERIOD	6	3,893,324	4,006,205	3,224,120	3,167,220

The accompanying notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

1. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

The half-year financial report is a general purpose financial report prepared in accordance with the Corporations Act 2001 and AASB 134 'Interim Financial Reporting'. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'. The half-year financial report does not include notes of the type normally included in an annual financial report and shall be read in conjunction with the most recent annual financial report and the Company's ASX announcements released from 1 July 2008 to the date of this report.

Basis of preparation

The condensed financial statements have been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

The accounting policies and methods of computation adopted in the preparation of the half-year financial report are consistent with those adopted and disclosed in the Company's financial report for the year ended 30 June 2008.

2. PROFIT/(LOSS) FOR THE PERIOD

Profit/(loss) for the period includes the following items of revenue and expenses below. Included are the revenue and expenses of discontinued operations of Orion Indo Mining Pty Ltd and Central Exchange Mining Ltd, wholly owned subsidiaries of Orion Equities Limited, disposed on 11 August 2008 (refer to Note 3).

	Consolidated Entity		Company	
	31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
	\$	\$	\$	\$
(a) Revenue from continuing operations				
Dividend received	35,130	331,055	46,581	179,823
Income from sale of olives	311,530	1,022,800	-	-
Interest received - other	125,079	119,913	113,147	88,060
	<u>471,739</u>	<u>1,473,768</u>	<u>159,728</u>	<u>267,883</u>
Other income				
Gain on sale of subsidiaries	16,961,679	-	-	-
Gain on sale of investments portfolio	8,955	28,910	8,955	28,910
Gain on sale of trading portfolio	527,330	1,555,653	-	-
Other	-	1,000	-	1,000
	<u>17,497,964</u>	<u>1,585,563</u>	<u>8,955</u>	<u>29,910</u>
(b) Expenses				
Cost of olive grove operations	445,447	942,657	-	-
Cost of land development	36,271	-	-	-
Impairment of property held for development and resale	1,200,000	-	-	-
Net change in fair value	30,917,808	529,574	49,692	31,463
Cost of investments sold - brokerage cost	(34,346)	28,701	3,050	779
Share of Associate entities' profits/(losses)	2,476,851	852,796	-	-
Operating expenses				
Occupancy expenses	28,595	49,473	11,641	9,637
Finance expenses	3,208	3,346	1,905	955
Borrowing costs - interest paid	-	48	-	2
Corporate expenses				
Consultancy	45,391	5,057	28,862	2,164
Professional fees	7,980	10,177	-	-
Other corporate expenses	26,362	34,900	26,362	21,435
Administration expenses				
Depreciation	80,641	79,538	1,967	2,042
Fixed assets write off	135	-	11	-
Personnel expenses - other	575,499	440,878	226,892	136,317
Employee entitlements	35,794	4,348	14,530	-
Other administrative expenses	146,119	133,095	68,116	27,533
(Gain)/ loss on dilution	-	185	-	-
Exploration and evaluation expenses	19,224	13,304	-	-
	<u>36,010,979</u>	<u>3,128,077</u>	<u>433,028</u>	<u>232,327</u>

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

3. DISCONTINUED OPERATIONS

On 11 August 2008, controlled entity, Orion Equities Limited (OEQ) disposed of its mining assets via the sale of its subsidiaries, Orion Indo Mining Pty Ltd and Central Exchange Mining Ltd to Strike Resources Limited (Strike) in consideration for the issue of 9,500,000 ordinary shares in Strike. Financial information relating to the discontinued operations of the subsidiaries from 1 July 2008 to the date of cessation is set out below.

Financial information relating to the discontinued operation, which has been incorporated into the Income Statement, is as follows:

	Consolidated Entity		Company	
	31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
	\$	\$	\$	\$
Revenue	4	215	-	-
Expenses	(6,080)	(11,416)	-	-
Loss before income tax	(6,076)	(11,201)	-	-
Income tax expense	-	-	-	-
Loss after income tax	(6,076)	(11,201)	-	-
Gain on sale of subsidiary	16,961,679	-	-	-
Income tax expense	-	-	-	-
Gain on sale of subsidiary after tax	16,961,679	-	-	-

The carrying amounts of assets and liabilities of the operation at the date of cessation were:

Cash	76,971	40,364	-	-
Other receivables	197,969	52,145	-	-
Mining asset	1,492,073	16,476	-	-
Total assets	1,767,013	108,985	-	-
Other payables	(13,692)	(14,103)	-	-
Net assets	1,753,321	94,882	-	-

The net cash flows of the business, which have been incorporated into the Cash Flows Statement, are as follows:

Net cash outflow from operating activities	(40,791)	(390,152)	-	-
Net cash inflow from investing activities	77,121	420,575	-	-
Net increase/(decrease) in cash from businesses	36,330	30,423	-	-

Details of sale of subsidiaries

Consideration received:				
Shares	18,715,000	-	-	-
	18,715,000	-	-	-
Carrying amount of net assets sold	(1,753,321)	-	-	-
Gain on sale before income tax	16,961,679	-	-	-
Income tax expense	-	-	-	-
Gain on sale after income tax	16,961,679	-	-	-

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

4. DIVIDENDS	Date paid	Consolidated Entity		Company	
		31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
Declared and paid during the year		\$	\$	\$	\$
<u>Dividends on ordinary shares</u>					
by QUE - 0.25 cent per share fully franked	21-Sep-07	-	73,512	-	73,512
by OEQ - 2 cents per share fully franked	21-Sep-07	-	185,126	-	-
by QUE - 0.25 cent per share fully franked	25-Sep-08	74,818	-	74,818	-
by OEQ - 0.5 cents per share fully franked	21-Sep-08	46,281	-	-	-
		121,099	258,638	74,818	73,512

5. EARNINGS/(LOSS) PER SHARE	Consolidated Entity		Company	
	31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
Basic earnings/(loss) per share (cents)	(22.9)	1.4	(0.8)	0.2
Diluted earnings/(loss) per share (cents)	n/a	0.8	n/a	0.1

(a) Basic earnings/(loss) per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Net Profit/(Loss) (\$)	(6,800,073)	406,587	(251,719)	65,466
Weighted average number of ordinary shares	29,655,393	29,404,879	29,655,393	29,404,879

- (i) The Company's partly paid shares, to the extent that they have been paid (one cent per share), have been included in the determination of the basic earnings per share.

The Company's options and partly paid shares, to the extent of the balance of the call (19 cents per share), have not been included in the determination of basic earnings per share. These securities are included in the determination of diluted earnings per share on the basis that each option will convert to one ordinary share and each partly paid share will become fully paid.

(b) Diluted earnings/(loss) per share

The earnings and weighted average number of ordinary and potential ordinary shares used in the calculation of diluted earnings per share are as follows:

	Consolidated Entity		Company	
	31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
Net Profit/(Loss) (\$)	(6,800,073)	406,587	(251,719)	65,466
Weighted average number of ordinary shares (i)	48,404,879	48,404,879	48,404,879	48,404,879

- (i) The weighted average number of ordinary shares and potential ordinary shares used in calculation of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:

	31 Dec 08	31 Dec 07
	No.	No.
Weighted average number of ordinary shares used in the calculation of basic EPS	29,655,393	29,404,879
Portion of partly-paid ordinary shares that remain unpaid	18,749,486	19,000,000
Weighted average number of ordinary shares used in the calculation of diluted EPS	48,404,879	48,404,879

6. CASH AND CASH EQUIVALENTS	Consolidated Entity		Company	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$
Cash at bank	290,104	712,268	120,900	194,487
Term deposit	3,603,220	3,127,164	3,103,220	3,127,164
	3,893,324	3,839,432	3,224,120	3,321,651

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS

	Consolidated Entity		Company	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
Investments in listed companies comprise:	\$	\$	\$	\$
Listed investments at fair value	5,029,616	11,447,515	53,796	188,802
Unlisted options in listed corporations at cost	10,000	10,000	-	-
Add: net change in fair value	503,862	6,722,402	-	-
	513,862	6,732,402	-	-
	5,543,478	18,179,917	53,796	188,802

Changes in fair value of financial assets at fair value through profit and loss are recorded as Income (Note 2)

Net changes at fair value	(30,917,808)	(529,574)	(49,692)	(31,463)
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8. INVENTORY

	Consolidated Entity		Company	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
Current	\$	\$	\$	\$
Olive trees - at cost	-	160,526	-	-
Non Current				
Property held for development and resale	3,797,339	3,797,339	-	-
Impairment of property	(1,347,339)	(147,339)	-	-
	2,450,000	3,650,000	-	-

Property held for development and resale relates to a beachfront property located in Mandurah, Western Australia. The property was recently assessed by an independent qualified licensed valuers and the downwards revaluation has been recognised as an expense through profit or loss.

9. AVAILABLE FOR SALE ASSET

	Consolidated Entity		Company	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$
Shares in controlled entities - at cost	-	-	2,849,766	2,849,766
Net change in fair value	-	-	273,950	4,852,548
	-	-	3,123,716	7,702,314
Market value of listed securities	-	-	3,123,716	7,702,314

(a) Investment in Controlled Entities

	Ownership Interest	
	31 Dec 08	30 Jun 08
Orion Equities Limited (A.C.N. 000 742 843) (OEQ)	48.04%	48.04%

10. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

Name of Associate	Principal Activity	Ownership Interest		Carrying Amount	
		2008	2007	31 Dec 08	30 Jun 08
Bentley International Limited (BEL)	Investments	28.80%	28.38%	3,281,888	3,792,957
Scarborough Equities Limited (SCB)	Investments	28.47%	28.22%	3,448,776	5,414,558
				6,730,664	9,207,515
Movement in Investments in Associates					
Shares in listed Associate entities brought forward				9,207,515	11,639,535
Share of (loss) before income tax expense				(2,262,693)	(3,086,050)
Share of income tax expense				(141,637)	654,030
Impairment expense				(72,522)	-
Dividends received				-	(255,124)
Acquisition of shares				-	255,124
Carrying amount at the end of the financial year				6,730,663	9,207,515

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

10. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD (continued)	Carrying Amount	
	31 Dec 08	30 Jun 08
Fair value of listed investments in associates	\$	\$
Bentley International Limited	2,433,467	2,954,924
Scarborough Equities Limited	2,247,858	3,399,885
	<u>4,681,325</u>	<u>6,354,809</u>
Net tangible asset value of listed investments in associates		
Bentley International Limited	4,380,241	4,632,858
Scarborough Equities Limited	3,448,776	5,344,282
	<u>7,829,017</u>	<u>9,977,140</u>
Share of Associates' (losses)		
(Loss) before income tax	(2,262,693)	(3,086,050)
Income tax benefit/(expense)	(141,637)	654,030
(Loss) after income tax	<u>(2,404,330)</u>	<u>(2,432,020)</u>

The impairment expense of \$72,522 relates to Scarborough Equities Limited's (SCB) carrying value being written down to its net tangible asset value of \$3,448,776.

Summarised Financial Position of Associates

	Group share of:			
	Bentley International Limited		Scarborough Equities Limited	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$
Current assets	4,429,208	4,672,284	85,488	682,335
Non current assets	1,167	264,237	3,389,819	4,771,547
Total assets	<u>4,430,375</u>	<u>4,936,521</u>	<u>3,475,307</u>	<u>5,453,882</u>
Current liabilities	(50,622)	(40,651)	(26,427)	(81,154)
Non current liabilities	-	(262,953)	-	(30,498)
Total liabilities	<u>(50,622)</u>	<u>(303,604)</u>	<u>(26,427)</u>	<u>(111,652)</u>
Net assets	<u>4,379,753</u>	<u>4,632,917</u>	<u>3,448,880</u>	<u>5,342,230</u>
Revenues	679,967	130,700	6,133	1,108,696
(Loss) after income tax of associates	<u>(511,069)</u>	<u>(1,093,611)</u>	<u>(1,893,260)</u>	<u>(1,598,012)</u>

Scarborough Equities Limited and Bentley International Limited - Lease Commitments

SCB and BEL has the same lease commitments disclosed in note 14.

11. ISSUED CAPITAL	Consolidated Entity		Company	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$
Issued and Paid-Up Capital				
28,404,879 (2007: 28,404,879) fully paid ordinary shares	5,887,927	5,887,927	5,887,927	5,887,927
20,000,000 (2007: 20,000,000) partly paid ordinary shares	304,500	200,000	304,500	200,000
	<u>6,192,427</u>	<u>6,087,927</u>	<u>6,192,427</u>	<u>6,087,927</u>

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

(a) Movement in Issued Ordinary Share Capital	Number of shares	Company	
		31 Dec 08	30 Jun 08
(i) Fully paid ordinary shares			
At 1 July	28,404,879	5,887,926	5,887,926
	-	-	-
At 30 June	28,404,879	5,887,926	5,887,926

There were no movements during the period for fully paid ordinary shares.

(ii) Partly paid ordinary shares

There were no movements during the half year for partly paid ordinary shares.

On 9 July 2008, a further \$104,500 was paid resulting in the Company's 20,000,000 unlisted partly paid ordinary shares each paid to 1.5225 cents with 18.4775 cents per share outstanding.

At any meeting, each shareholder present in person or by proxy, attorney or representative has one vote for each ordinary fully paid share held either upon a show of hands or by a poll. Holders of partly paid 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 which the amount actually paid (not credited) for that share is of the total amounts paid and payable (excluding amounts credited) for that share. Amounts paid in advance of a call are ignored when calculating proportions. The holder of a partly paid share is not entitled to vote at a meeting in respect of those shares on which calls are outstanding. No voting rights are attached to the Company's options on issue.

The profits of the Company, which the Directors may from time to time determine to distribute to shareholders by way of a dividend, will be divisible amongst the shareholders in proportion to the amounts paid on the shares held by them. 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 entitlement to dividends for such share.

12. RELATED PARTY DISCLOSURES

	Consolidated Entity		Company	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
Transactions with subsidiaries	\$	\$	\$	\$
<i>Dividends received</i>				
Orion Equities Limited	42,791	171,163	42,791	171,163

The Company owns 48% of the ordinary shares in the OEQ. BEL and SCB are associate entities of OEQ. During the financial year, there were transactions between the Company, OEQ, BEL and SCB, pursuant to shared office and administration expense arrangements on a cost recovery basis. Interest is not charged on such outstanding amounts.

13. CONSOLIDATED SEGMENT REPORTING

The Consolidated entity operates predominantly within Australia in the investments, olive grove operations and resources sectors. The Consolidated entity has resource project interests in Indonesia and Pakistan.

BUSINESS SEGMENT

Segment Revenues & Results	Segment revenue		Segment result	
	31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
	\$	\$	\$	\$
Investments	35,130	331,055	(30,348,318)	1,357,158
Resources	-	-	16,942,455	(13,304)
Olive grove operations	311,530	1,022,800	(212,592)	5,899
Share of Associate entities' profits/(losses)	-	-	(2,476,851)	(852,796)
Unallocated	125,079	119,913	(1,945,970)	(565,703)
Total segment revenue (Note 2)	471,739	1,473,768		
(Loss) before income tax			(18,041,276)	(68,746)
Income tax expense			4,108,607	644,257
(Loss) after income tax			(13,932,669)	575,511

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

Segment Assets & Liabilities	Segment Assets		Segment liabilities	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$
Investments	14,974,142	31,287,432	(2,582,100)	(2,582,100)
Resources	199,893	1,613,664	-	-
Olive grove operations	3,439,515	3,601,621	(211,133)	(211,133)
Unallocated	3,452,754	3,685,659	2,207,665	(1,965,140)
	<u>22,066,304</u>	<u>40,188,376</u>	<u>(585,568)</u>	<u>(4,758,372)</u>

Other	Investments		Resources		Olive grove operations	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$	\$	\$
Acquisition of segment assets	3,602,244	3,218,569	-	-	-	74,845
Other non-cash expenses						
- Unrealised gains/(impairment losses) on fair value of investments through profit and loss	30,917,808	(1,877,734)	-	-	-	-
- Revaluation of trees	-	-	-	-	-	(281,580)

GEOGRAPHICAL SEGMENT

	Segment revenue		Segment results	
	31 Dec 08	31 Dec 07	31 Dec 08	31 Dec 07
	\$	\$	\$	\$
Australia	471,739	1,473,768	(17,338,985)	(82,050)
Indonesia	-	-	(688,987)	-
Pakistan	-	-	(13,304)	13,304
	<u>471,739</u>	<u>1,473,768</u>	<u>(18,041,276)</u>	<u>(68,746)</u>

	Segment Assets		Segment Liabilities		Acquisitions of segment assets	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$	\$	\$
Australia	20,948,812	39,070,884	585,568	(4,758,372)	3,602,244	3,293,414
Indonesia	1,117,492	1,117,492	-	-	-	-
Pakistan	-	-	-	-	-	-
	<u>22,066,304</u>	<u>40,188,376</u>	<u>585,568</u>	<u>(4,758,372)</u>	<u>3,602,244</u>	<u>3,293,414</u>

14. COMMITMENTS

(a) Lease Commitments	Consolidated Entity		Company	
	31 Dec 08	30 Jun 08	31 Dec 08	30 Jun 08
	\$	\$	\$	\$
Non-cancellable operating lease commitments:				
Not longer than one year	152,978	52,124	76,489	26,062
Between 12 months and 5 years	503,030	262,218	251,515	131,109
Greater than 5 years	-	-	-	-
	<u>656,008</u>	<u>314,342</u>	<u>328,004</u>	<u>157,171</u>

The lease commitment is the Company and Orion Equities Limited's share of the office premises at Level 14, The Forrest Centre, 221 St Georges Terrace, Perth, Western Australia, and includes all outgoings (exclusive of GST). The lease is for a 7 year term expiring 30 June 2013 and contains a rent review increase each year alternating between 5% and the greater of market rate or CPI + 1%.

NOTES TO THE FINANCIAL STATEMENTS for the half year ended 31 December 2008

15. CONTINGENT LIABILITIES AND ASSETS

(a) Royalty on Resource Tenements

The Orion Equities consolidated entity is entitled to a 2% royalty on production, which remains in place on the resources tenements vended into ASX listed Strike Resources Limited (SRK) in 2006, which were on-sold by SRK to ASX listed Alara Resources Limited (AUQ) in May 2007.

(b) Directors' Deeds

The Company and Orion Equities has entered into deeds of indemnity with each of their Directors indemnifying them against liability incurred in discharging their duties as directors/officers. 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 under these indemnities.

16. EVENTS AFTER BALANCE SHEET DATE

The following matters occurred after the balance date in relation to the proposed merger via a scheme of arrangement (**Scheme**) between Orion Equities' ASX listed Associate entities, Scarborough Equities Limited (**Scarborough**) and Bentley International Limited (**Bentley**) :

- (a) On 20 February 2009, Scarborough shareholders approved the Scheme;
- (b) On 25 February 2009, Bentley shareholders approved various matters in connection with the merger, including a change of name to "Bentley Capital Limited";
- (c) On 26 February 2009, Scarborough and Bentley declared satisfaction of all conditions precedent under the merger agreement between the two companies dated 28 November 2008;
- (d) On 27 February 2009, Scarborough obtained Court approval for the Scheme;
- (e) The date on which the Scheme becomes effective is 27 February 2009.

Upon completion of the Scheme, Bentley will acquire 100% of Scarborough's shares; Scarborough will become a wholly owned subsidiary of Bentley and will be delisted from the ASX.

There were no matter or circumstance that has arisen since the end of the financial period 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 periods.

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Queste Communications Ltd made pursuant to sub-section 303(5) of the *Corporations Act 2001*, we state that:

In the opinion of the directors:

- (a) The financial statements and notes of the Consolidated Entity and Company are in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the Consolidated Entity's and Company's financial position as at 31 December 2008 and of their performance for the half year ended on that date; and
 - (ii) complying with Accounting Standards AASB 134 "Interim Financial Reporting" and *Corporations Regulations 2001*; and
- (b) There are reasonable grounds to believe that the Consolidated Entity and Company will be able to pay their debts as and when they become due and payable.



Farooq Khan
Chairman and Managing Director



Simon Cato
Director

27 February 2009

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF QUESTE COMMUNICATIONS LIMITED

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Queste Communications Ltd, which comprises the balance sheet as at 31 December 2008, and the income statement, statement of changes in equity and cash flow statement for the half-year ended on that date, a statement of accounting policies, other selected explanatory notes and the directors' declaration of the consolidated entity comprising the disclosing entity and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' Responsibility for the Half-Year Financial Report

The directors of the consolidated entity are responsible for the preparation and fair presentation of the half-year financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes establishing and maintaining internal control relevant to the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of Interim and Other Financial Reports Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2008 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Queste Communications Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence


In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Queste Communications Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2008 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and Corporations Regulations 2001.

BDO Kendalls Audit & Assurance (WA) Pty Ltd

BDO Kendalls


Chris Burton

Director

Dated this 27th day of February 2009
Perth, Western Australia

SECURITIES INFORMATION

as at 31 December 2008

DISTRIBUTION OF LISTED ORDINARY FULLY PAID SHARES

Spread	of	Holdings	Number of Holders	Number of Units	% of Total Issue Capital
1	-	1,000	12	8,251	0.029
1,001	-	5,000	70	212,777	0.749
5,001	-	10,000	84	789,684	2.780
10,001	-	100,000	134	3,644,582	12.831
100,001	-	and over	25	23,749,585	83.611
Total			325	28,404,879	100%

DISTRIBUTION OF UNLISTED PARTLY PAID ORDINARY SHARES

Name	No. of Partly Paid Shares
Chi Tung Investments Ltd	20,000,000

These 20,000,000 ordinary shares were issued at a price of 20 cents per share and have been partly paid to 1.5225 cent each and have an outstanding amount payable of 18.4775 cents per share.

TOP TWENTY ORDINARY FULLY PAID SHAREHOLDERS

Rank	Shareholder	Shares Held	Total Shares	% Issued Capital
1	* BELL IXL INVESTMENTS LIMITED CELLANTE SECURITIES CLEOD PTY LTD <CELLANTE SUPER FUND A/C>	3,572,109 2,053,282 <u>867,644</u>		
		Sub-total	6,493,035	22.859
2	* FAROOQ KHAN ISLAND AUSTRALIA PTY LTD SKIN-PLEX LABORATORIES PTY * THE ESSENTIAL EARTH PTY LTD	2,421,367 3,668,577 20,000 <u>20,000</u>		
		Sub-total	6,129,944	21.58
3	MR AZHAR CHAUDHRI CHI TUNG INVESTMENTS LTD RENMUIR HOLDINGS LTD RENMUIR HOLDINGS	10,000 1,050,000 2,763,500 <u>514,280</u>		
		Sub-total	4,337,780	15.271
4	* MANAR NOMINEES PTY LTD <C/- DR A ZELWER> DR ABE ZELWER <ZELWER SUPER FUND ACCOUNT>	1,725,663 <u>180,500</u>		
		Sub-total	1,906,163	6.711
5	ANDREW GRAEME MOFFAT & ELIZABETH ANN MOFFAT		1,150,000	4.049
6	DONALD GORDON MACKENZIE & GWENNETH EDNA MACKENZIE		849,360	2.990
7	STRIKE RESOURCES LIMITED		826,950	2.911
8	AMBREEN CHAUDHRI		386,500	1.361
9	ROSANNA DE CAMPO		268,100	0.944
10	MR AYUB KHAN		215,000	0.757
11	MRS AFIA KHAN		215,000	0.757
12	TOMATO 2 PTY LTD		185,019	0.651
13	SAMDY NOMINEES PTY LTD		150,000	0.528
14	MR JOHN CHENG-HSAING & MS PEGA PING PING MOK		136,125	0.479
15	MR ANTHONY NEALE KILLER & MS SANDRA MARIE KILLER		130,000	0.458
16	MR SIMON KENNETH CATO		118,000	0.415
17	MR GREGORY JOHN MATHESON		110,742	0.390
18	MR EUGENE RODRIGUEZ		110,000	0.387
19	MR NICHOLAS PASTERNAKY		103,750	0.365
20	HARPER ALLEN ENTERPRISES PTY LTD		100,000	0.352
Total			23,921,468	84.215

* A substantial shareholder of the Company