Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	**Q LIMITED**
ABN	**13 083 160 909**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Bruce Robert Bennie
Date of last notice	26 November 2007

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Bennie has a relevant interest in the securities of the entity by virtue of being an associate of the persons named in this Notice.
Date of change	02/11/2009
No. of securities held prior to change Fully Paid Ordinary Shares Bruce Robert Bennie Sandra Bennie **Total Shares** Options Bruce Robert Bennie	 6,334 4,000 10,334 shares 6,667 options
Class	Ordinary Shares
Number acquired	15,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$0.085 per share

+ See chapter 19 for defined terms.

No. of securities held after change Fully Paid Ordinary Shares Bruce Robert Bennie Sandra Bennie **Total Shares** Options Bruce Robert Bennie	 6,334 19,000 25,334 shares 6,667 options
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1:1 non renounceable rights issue shortfall take up

Part 2 – Change of director's interests in contracts

Detail of contract	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	Not Applicable
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not Applicable
Interest after change	Not Applicable

+ See chapter 19 for defined terms.