

Kennadell Pty Ltd  
21 Irilbarra Road  
CANTERBURY  
VIC 3126

Company Announcements Office  
Australian Stock Exchange Limited  
Level 10  
20 Bond Street  
Sydney NSW 2000

By Facsimile:  
1300 135 638

17<sup>th</sup> April 2009

Dear Sir / Madam,

RE : Q LIMITED

I attach a copy of a *Form 603 – Notice of initial substantial holder* given today to Q Limited.

Yours faithfully



Ken Breese

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **Q LIMITED**ACN/ARSN **083 160 909****1. Details of substantial holder(1)**Name **KENNADELL PTY LTD**ACN/ARSN (if applicable) **005 784 190**The holder became a substantial holder on **08/05/08****2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary	479,351 (Pre 100:1 consolidation - 47,934,980)	479,351 (Pre 100:1 consolidation - 47,934,980)	5.64% *
See Annexure A			

\* Based on Issued capital of  
8,491,985 shares (Pre consolidation -  
849,198,543 shares)

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Kennadell Pty Ltd	Pursuant to S.608(1) of the Corporations Act	154,167 ORD (Pre 100:1 consolidation - 15,416,675 ORD)
Kenneth William Breese & Mrs Jennifer Ruth Breese <BPD Executive Super Fund)	Pursuant to S.608(3) of the Corporations Act	325,184 ORD (Pre 100:1 consolidation - 32,518,305 ORD)

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Kennadell Pty Ltd	Kennadell Pty Ltd		154,167 ORD (Pre 100:1 consolidation - 15,416,675 ORD)
Kenneth William Breese & Mrs Jennifer Ruth Breese <BPD Executive Super Fund)	Kenneth William Breese & Mrs Jennifer Ruth Breese <BPD Executive Super Fund)		325,184 ORD (Pre100:1 consolidation - 32,518,305 ORD)

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Kenneth W Breese & Jennifer R Breese	08/05/08	\$199,800		111,000 ORD (Pre 100:1 consolidation = 11,100,000 ORD)

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Refer paragraph 3. above	

**7. Addresses**

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

Name	Address
Kennadell Pty Ltd	21 Irlbarra Road, Canterbury, VIC 3126
Kenneth William Breese & Mrs Jennifer Ruth Breese <BPD Executive Super Fund>	21 Irlbarra Road, Canterbury, VIC 3126

**Signature**

print name KENNETH WILLIAM BREESE

capacity DIRECTOR

sign here

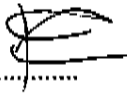


date 17/04/2009

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
  - (2) See the definition of 'associate' in section 9 of the *Corporations Act 2001*.
  - (3) See the definition of 'relevant interest' in sections 608 and 671B(7) of the *Corporations Act 2001*.
  - (4) The voting shares of a company constitute one class unless divided into separate classes.
  - (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
  - (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (7) Include details of:
    - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
    - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of 'relevant agreement' in section 9 of the *Corporations Act 2001*.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write 'unknown'.
  - (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

This is the annexure of 1 pages marked A referred to in the *Form 603 - Notice of Initial Substantial Holder*.

Signature .....

**ANNEXURE A**

Name	Present Notice	
	Total Number	Percentage of Class
Kennadell Pty Ltd ACN 005 784 190	154,167 (Pre 100:1 Consolidation - 15,416,675)	1.82
Kenneth William Breese & Mrs Jennifer Ruth Breese <BPD Executive Super Fund>	325,184 (Pre 100:1 Consolidation - 32,518,305)	3.83