



**General Meeting
26 October 2012**

General Meeting Agenda



- Open
- Chairman's Address
- Resolutions
- Questions
- Close

Chairman's Address



1. History to transaction
2. Voluntary suspension from ASX
3. Recapitalisation
4. Crest Capital Asia Pte Ltd
5. Independent Expert Report
6. The future for Questus

History



- Questus Limited – Funds Management and Investment company, 100% owner of Questus Funds Management Limited (QFML),
- QFML ASIC licensed responsible entity for the Questus Land Development Fund (QLDF),
- QLDF invested in land subdivision projects and is independently owned by over 300 investors,
- Advent of GFC, the banks withdrew lending to land development projects – particularly in the Southern Corridor of WA
- Senior banks placed QLDF assets into receivership in late 2011.
- Bank of Queensland, seeking to realise assets also pursued a parent company guarantee and indemnity provided by Questus Limited.

Voluntary suspension from ASX



- In February 2012, Bank of Queensland issued a Statutory Demand against Questus for \$13.5 Million, although the underlying assets were owned separately in the QLDF.
- Questus requested a voluntary suspension, whilst it sought to;
 1. Defend and negotiate with Bank of Queensland on the demand
 2. Refinance the facilities
 3. Raise new capital (the proposed recapitalisation)

Recapitalisation



- In order to facilitate a transaction, the Board agreed to write-off \$4.0 million related to activities with to the QLDF (as disclosed in our December 2011 Accounts)
- Questus pursued 3 options for the recapitalisation of the Company to satisfy the Bank of Queensland Demand.
- The Board entered Heads of Agreement with Crest Capital Asia Pte Ltd, which would satisfy the BOQ demand and allow the company recapitalise to focus on its key business activities.

Crest Capital Asia Pte Ltd



- Singapore based funds and investment manager
- Over \$1 Billion in Funds under Management.
- Established investments in Australian retirement housing and NRAS real estate developments

Independent Expert Report



- Structure of the Transaction
- For a 51% shareholding, Crest Capital will provide;
 - \$10 million working capital
 - \$20 million development capital funding
 - \$100 million NRAS Property Acquisition fund
- Provided capacity to settle with BOQ
- IER has determined the transaction Not Fair but Reasonable
- IER has valued existing shareholder shares post transaction;

Low \$0.34 Cents

High \$0.36 Cents

Future for Questus



Recapitalisation of Questus has and will enable :

- Resolution of Statutory Demand with Bank of Queensland
- Focus on delivery of nearly 4,300 NRAS Properties across Australia, including;
 - Western Australia Metro 681
 - North West 1,578
 - Queensland 1,427
 - New South Wales 255
 - South Australia 286
- Development profits from funding facility
- Ability to seed fund a Residential Housing Portfolio with \$100 million, and committed to growing to over \$1.0 billion

Resolutions



Under Section 611 of the Corporations Act approval is given for;

Resolution 1.

Shareholder approval for the issue of shares and acquisition of a relevant Interest by Crest Capital Asia Pte Limited.

Resolution 2.

Issue of Director Options – David Somerville

Resolution 3.

Issue of Director Options – Robert Olde



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