

20 February 2009

Gonzalo Valencia
Senior Adviser
Issuers, Melbourne
ASX Markets Supervision Pty Ltd
Level 45, South Tower
525 Collins Street
Melbourne VIC 3000

Paul Vine
Company Secretary

Phone: 03 9235 1961
Fax: 03 9235 1850

Dear Gonzalo

Bell Financial Group Ltd (the “Company”) – Appendix 3Y Change of Director’s Interest Notice

I refer to your letter of 18 February 2009 in relation to Appendix 3Y notices lodged on 5 February 2009.

The questions raised in your letter and answers to those questions are as follows:

1. Please explain why the notices were lodged late

In December 2007 Mr Bell and Mr Provan each lodged an Appendix 3X notice referring to a Notice of Initial Substantial Shareholder also lodged in December 2007. Those notices included a deemed interest for Mr Bell and Mr Provan in the relevant interests of Bell Group Holdings Pty Ltd in BFG shares escrowed for one year from 12 December 2007.

The changes notified in the Appendix 3Y notices in question occurred as a result of a release from escrow of a significant number of BFG shares on 12 December 2008. There was no acquisition or disposal of shares by either Mr Bell or Mr Provan. The release of escrowed shares resulted in a change to the indirect interests of Mr Bell and Mr Provan and the late lodgement of the Appendix 3Y notices was an oversight.

2. What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?

The Company has a Trading Policy that applies to the Directors, executives and employees of the Company. Among other things, the Trading Policy establishes procedures in relation to Directors, executives or employees dealing in securities of the Company.

The Company has adequate arrangements in place to ensure compliance with its Trading Policy. These arrangements include provision of the Trading Policy to Directors, discussion of the policy at Board level, notification of the opening and close of trading windows and notification to me of trading in BFG securities by Directors.

Since the Company’s listing in December 2007, other than the two notices mentioned in your letter, all Appendix 3Y notices have been lodged on time.

3. If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B

The Company considers that the current arrangements are adequate to ensure compliance with listing rule 3.19B.

Please contact me if you would like to discuss this further.

Yours sincerely

A handwritten signature in cursive script, appearing to read "Paul Vine".

Paul Vine
Company Secretary