

Appendix 3X

Initial 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	BELL FINANCIAL GROUP LTD ("BFG")
ABN	59 083 194 763

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	BRENT RODERICK POTTS
Date of appointment	29 September 2008

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities

+ See chapter 19 for defined terms.

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Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of Securities
<small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Lost Ark Nominees Pty Ltd on behalf of Onmell Pty Ltd as trustee for the Brent Potts Family Trust. Brent Potts is a director and beneficiary.	2,148,172 Ordinary shares in - BFG 2,148,172 A Class shares in - BFG 2,148,172 B Class shares in - BFG 2,148,172 C Class shares in - BFG
Lost Ark Nominees Pty Ltd on behalf of Onmell Pty Ltd as trustee for the Brent Potts Super Fund. Brent Potts is a director and beneficiary.	131,165 Ordinary shares in - BFG 131,165 A Class shares in - BFG 131,165 B Class shares in - BFG 131,165 C Class shares in - BFG

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Share Sale Deed dated 29 September 2008 made between Bell Financial Group Ltd (BFG), Brent Roderick Potts and others, in which BFG agreed to buy the share capital of Southern Cross Equities Ltd (SCE) from Brent Potts and others (Deed).
Nature of interest	Under the Deed: <ol style="list-style-type: none"> 1. The purchase price for the SCE shares is payable to SCE shareholders as to 50% in cash, and as to 50% in BFG shares. 2. The scrip component of the consideration was satisfied by the issue to SCE shareholders on completion of Ordinary, A Class, B Class and C Class BFG shares. 3. The A, B and C Class shares in BFG will convert into Ordinary BFG shares after the first, second and third anniversaries of completion respectively, subject to certain performance benchmarks being met. 4. As a result of the issue described above, Brent Potts has the interests set out in Part 2 above.
Name of registered holder (if issued securities)	See above
No. and class of securities to which interest relates	See above.

+ See chapter 19 for defined terms.