

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

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	BRENT POTTS
Date of last notice	7 APRIL 2009

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

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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	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.
Date of change	21 May 2009

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p><u>Direct</u>: none</p> <p><u>Indirect</u>: 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</p> <p>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: 231,165 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</p>
<p>Class</p>	<p>Ordinary</p>
<p>Number acquired</p>	<p>100,000</p>
<p>Number disposed</p>	<p></p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$0.50</p>
<p>No. of securities held after change</p>	<p><u>Direct</u>: none</p> <p><u>Indirect</u>: 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</p> <p>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: 331,165 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</p>

+ See chapter 19 for defined terms.

<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>On-market trade</p>
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Part 2 – Change of 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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
<p>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</p>	
Interest acquired	
Interest disposed	
<p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p>	
Interest after change	

+ See chapter 19 for defined terms.