BENTLEY EQUITIES LIMITED

ABN 87 008 108 216

TO: COMPANY ANNOUNCEMENTS OFFICE

COMPANY: AUSTRALIAN STOCK EXCHANGE LIMITED

FROM: BENTLEY EQUITIES LIMITED (BEL)

DATE: 13 JANUARY 2004

NO. OF PAGES: 1

MARKET ANNOUNCEMENT

Update on Notice of Meeting

The Company refers to the Notice of Meeting and Explanatory Statement dated 23 December 2003 and lodged with ASX on 31 December 2003 ("Notice of Meeting").

The Company has received a notice from Mr Brian Smith, a proposed nominee for election to the Board of the Company at the general meeting (Resolution 1), tendering a withdrawal of his consent for nomination for appointment as a director.

In light of such withdrawal, Resolution 1 of the Notice of Meeting will be withdrawn from consideration at such general meeting.

If shareholders elect Mr Christopher Ryan and re-elect Mr Farooq Khan as directors pursuant to approval of Resolutions 2 and 3 respectively, it is the intention of current directors, Mr Tony Hartnell, Mr Clive Powell and Mr Ross Finley, to resign from the Board forthwith after the General Meeting, as described in the Explanatory Statement.

P. Roberts

Company Secretary

Level 5, 14 Martin Place, Sydney NSW 2000 Telephone: (02) 9229 7999 Facsimile: (02) 9221 1194