

18 June 2007

The Manager
Company Announcements Office
Australian Stock Exchange Ltd
20 Bridge Street
SYDNEY NSW 2000

**MARINE PRODUCE AUSTRALIA LIMITED (ASX: MPA)
APPENDIX 3Y AND FORM 604**

Marine Produce Australia Limited (MPA) and John Hutton, the Managing Director of MPA and a member of the MPA Substantial Shareholder group, as a result of the following transactions, lodge the attached Appendix 3Y and Form 604.

Maxima Fish Farms Pty Ltd (**MPF**) has made an in-specie distribution of its shareholding in MPA to its shareholders resulting in the acquisition of 1,548,000 by its 45 percent shareholder, Faustus Nominees Pty Ltd ATF GJ Hutton Family Trust.

JCO Investments Pty Ltd ATF JH Family Trust has transferred 2,384,652 MPA shares to JCO Super Fund as a superannuation contribution on behalf of John Hutton.

Faustus Nominees Pty Ltd ATF GJ Hutton Family Trust #2 has transferred 91,526,652 MPA shares to Rindle Pty Ltd ATF GJH Superannuation Fund as a superannuation contribution on behalf of Graeme Hutton and Denise Hutton.

J Mathie
COMPANY SECRETARY
MARINE PRODUCE AUSTRALIA LIMITED

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	MARINE PRODUCE AUSTRALIA LIMITED
ABN	70 091 805 480

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	JOHN RALSTON HUTTON
Date of last notice	06/12/2006

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.	a) Faustus Nominees Pty Ltd ATF GJ Hutton Family Trust #2 – director and beneficial interest b) JCO Investments Pty Ltd ATF JH Family Trust – director and beneficial interest c) JCO Investments Pty Ltd (JCO Super Fund) – director and beneficiary d) Maxima Fish Farms Pty Ltd – director and beneficial interest
Date of change	12/06/07
No. of securities held prior to change	a) 106,944,751 Ord shares 4,546,440 Options expiring 30/9/07 @ \$0.08 b) 21,663,872 Ord shares 2,096,990 Options expiring 30/9/07 @ \$0.08 1,000,000 Options expiring 30/7/07 @ \$0.20 c) 3,500,000 Ord shares d) 3,440,000 Ord shares
Class	As above
Number acquired	a) 1,548,000 Ord shares b) - c) 2,384,652 Ord shares d) -

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Number disposed	a) 91,526,652 Ord shares b) 2,384,652 Ord shares c) - d) 3,440,000 Ord shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Acquisitions a) \$ 46,440 b) - c) \$ 54,847 d) - Disposals a) \$ 2,105,113 b) \$ 54,847 c) - d) \$ 103,200
No. of securities held after change	a) 16,966,099 Ord shares 4,546,440 options expiring 30/9/07 @ \$0.08 b) 19,279,220 Ord shares 2,096,990 options expiring 30/9/07 @ \$0.08 1,000,00 unlisted options expiring 30/7/07 @ \$0.20 c) 5,884,652 Ord shares d) -
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off – market Transfers

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	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Marine Produce Australia Limited

ACN/ARSN 091 805 480

1. Details of substantial holder(1)

Name Faustus Nominees Pty Ltd

ACN/ARSN (if applicable) 008 874 315

There was a change in the interests of the substantial holder on 18/06/07

The previous notice was given to the company on 07/12/06

The previous notice was dated 07/12/06

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORDINARY	139,671,073	27.09%	137,779,073	26.72%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
12/06/07	Faustus Nominees Pty Ltd (GJ Hutton FT Number 2)	Off market Transfer	\$2,105,113 \$46,440	91,526,652 ORD 1,548,000 ORD	
12/06/07	JCO Investments Pty Ltd	Off market Transfer	\$54,847	2,384,652 ORD	
12/06/07	JCO Investments (JH Superannuation Fund)	Off market Transfer	\$54,847	2,384,652 ORD	
12/06/07	Rindle Pty Ltd (GJH Superannuation Fund)	Off market Transfer	\$2,105,113	91,526,652 ORD	
12/06/07	Maxima Fish Farms Pty Ltd	Off market Transfer	\$103,200	3,440,000 ORD	

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant Interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Faustus Nominees Pty Ltd	Faustus Nominees Pty Ltd	GJ Hutton Family Trust Number 2	Trustee	16,966,099 ORD	3.29%
JCO Investments Pty Ltd	JCO Investments Pty Ltd	JH Family Trust	Under s608(1) Corps Act	19,279,220 ORD	3.74%
JCO Investments Pty Ltd	JCO Investments Pty Ltd	JH Superannuation Fund	Under s608(1) Corps Act	5,884,652 ORD	1.14%
Rindle Pty Ltd	Rindle Pty Ltd	GJH Superannuation Fund	Under s608(1) Corps Act	95,649,102 ORD	18.55%
Maxima Fish Farms Pty Ltd	Maxima Fish Farms Pty Ltd	Maxima Fish Farms Pty Ltd	Under s608(1) Corps Act	-	-

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are:

Name	Address
Faustus Nominees Pty Ltd	PO Box 709 West Perth WA 6872
JCO Investments Pty Ltd	PO Box 709 West Perth WA 6872
Rindle Pty Ltd	PO Box 709 West Perth WA 6872
Maxima Fish Farms Pty Ltd	c/o- Somes & Cooke, 1304 Hay Street, Perth WA 6000

Signature

print name JOHN R HUTTON capacity DIRECTOR

sign here

date 18/06/07

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identify of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.