

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **MARINE PRODUCE AUSTRALIA LIMITED**ACN/ARSN **091 805 480****1. Details of substantial holder (1)**Name **JOHN R HUTTON**

ACN/ARSN (if applicable)

The holder became a substantial holder on **21/04/2010****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	75,891,735	75,891,735	13.2%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Faustus Nominees Pty Ltd ATF GJ Hutton FT No 2 A/c	Director	ORD 39,421,713
Maxima Pearling Co Pty Ltd JCO Investments Pty Ltd	Director Director/Beneficiary	ORD 35,126,548 ORD 1,343,474

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Faustus Nominees Pty Ltd ATF GJ Hutton FT No 2 A/c	Faustus Nominees Pty Ltd ATF GJ Hutton FT No 2 A/c	Faustus Nominees Pty Ltd ATF GJ Hutton FT No 2 A/c	ORD 39,421,713
Maxima Pearling Co Pty Ltd JCO Investments Pty Ltd	Maxima Pearling Co Pty Ltd JCO Investments Pty Ltd	Maxima Pearling Co Pty Ltd JCO Investments Pty Ltd	ORD 35,126,548 ORD 1,343,474

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Faustus Nominees Pty Ltd ATF GJ Hutton FT No 2 A/c	21/4/2010	788,434	-	26,281,142

Maxima Pearling Co Pty Ltd	21/04/2010	653,796	-	ORD 21,793,215
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**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Faustus Nominees Pty Ltd ATF GJ Hutton FT NO 2 A/C	DIRECTOR AND BENEFICIARY
Maxima Pearling Co Pty Ltd	DIRECTOR
JCO Investments Pty Ltd	DIRECTOR AND BENEFICIARY

**7. Addresses**

The addresses of persons named in this form are as follows:

Name	Address
FAUSTUS NOMINEES PTY LTD	PO BOX 709, WEST PERTH WA 6872
MAXIMA PEARLING CO PTY LTD	PO BOX 709, WEST PERTH WA 6872
JCO INVESTMENTS PTY LTD	180 BARKER ROAD, SUBIACO WA 6008

**Signature**

print name JOHN R HUTTON

capacity

Director/Beneficiary

sign here

date

30/4/10

**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".