

**Form 603
Corporations Act 2001
Section 671B**

Notice of initial substantial holder

To: Mermaid Marine Australia Limited
ACN: 083 185 693
ASX Code: MRM

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: 100 103 722

This notice is given by IOOF Holdings Limited on behalf of itself and its subsidiaries.

The holder became a substantial shareholder on: 10/10/08

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate had a relevant interest in on the date the substantial holder is as follows:

Class of securities	Number of securities	Person's votes	Voting Power
Ordinary	10,366,429	10,366,429	5.687%

3. Details of present registered holders

The persons registered as holders of the securities are as follows:

Holder	Registered holder of securities	Person Entitled to be holder	Nature of relevant interest	Class & Number (Ord)	Person's votes
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	523,446	523,446

Perennial Investment Partners Limited (ACN 087 901 620)	Citigroup		Investment Manager	3,987,916	3,987,916
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Custodian Services		Investment Manager	5,135,257	5,135,257
Perennial Investment Partners Limited (ACN 087 901 620)	State Street		Investment Manager	719,810	719,810

4. Consideration

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

Date	Person	Nature	Consideration	Class & number (ord)	Person's votes
25/06/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 142,794.44	95,373	95,373
26/06/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,519,885.45	1,010,265	1,010,265
27/06/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,128,332.40	750,000	750,000
30/06/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 62,235.81	41,368	41,368
1/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 751,971.28	500,000	500,000
3/07/2008	Perennial Investment Partners Limited	Purchased on market	\$ 111,335.93	76,672	76,672

	(ACN 087 901 620)				
4/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 490,600.98	340,109	340,109
7/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 318,536.70	220,000	220,000
9/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 127,576.87	90,243	90,243
10/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 594,782.54	431,091	431,091
11/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 27,454.53	19,559	19,559
17/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 113,840.23	75,730	75,730
21/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 35,280.07	23,000	23,000
23/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 390,381.15	242,606	242,606
24/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 201,671.60	125,801	125,801
25/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 105,583.49	65,825	65,825

28/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 41,430.85	25,666	25,666
29/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 100,484.75	62,288	62,288
30/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 80,673.26	49,871	49,871
31/07/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,259.37	2,603	2,603
5/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 438,647.46	275,000	275,000
16/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 316,832.58	201,288	201,288
22/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 214,886.08	143,044	143,044
23/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 259,301.68	171,500	171,500
24/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 194,382.98	128,393	128,393
25/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 98,407.97	65,000	65,000
26/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 22,168.06	14,546	14,546

29/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 160,866.85	106,296	106,296
30/09/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 185,499.65	123,995	123,995
1/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 913,281.73	609,288	609,288
2/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 115,112.01	76,540	76,540
3/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,705,030.62	1,202,487	1,202,487
6/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 626,909.82	446,035	446,035
7/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 141,480.54	99,541	99,541
8/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 744,038.02	525,944	525,944
9/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 882,804.89	631,500	631,500
10/10/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,724,634.61	1,297,962	1,297,962

5. Associates

Name & ACN	Nature of association
Not applicable	

6. Addresses

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

Name	Address
IOOF Holdings Limited	Level 29, 303 Collins Street Melbourne VIC 3000
Perennial Investment Partners Limited	Level 29, 303 Collins Street Melbourne VIC 3000
Mermaid Marine Australia Limited	Eagle Jetty, 20 Mews Rd Fremantle,WA 6160