



**DLA Piper Australia**  
Level 31, Central Park  
152-158 St Georges Terrace  
Perth WA 6000  
PO Box Z5470  
Perth WA 6831  
Australia  
**DX** 130 Perth  
**T** +61 8 6467 6000  
**F** +61 8 6467 6001  
**W** [www.dlapiper.com](http://www.dlapiper.com)

Mr Ben Tippett  
Senior Advisor, Listings Compliance  
ASX Compliance Pty Limited  
Level 40, Central Park  
152-158 St Georges Terrace  
PERTH WA 6000

15 July 2016

**By email: [ben.tippett@asx.com.au](mailto:ben.tippett@asx.com.au)**

Dear Ben,

**Mareterram Limited (ASX Code: MTM): Notice of status of defeating conditions  
- Sea Harvest**

We act for Sea Harvest International Proprietary Limited (**Sea Harvest**).

We refer to the bidder's statement lodged by Sea Harvest with ASIC on 23 May 2016 in respect of the proportional takeover offer by Sea Harvest to acquire 50% of the shares in Mareterram Limited (**Mareterram**), other than shares already held by Sea Harvest.

We enclose a notice under section 630(3) of the *Corporations Act 2001* (Cth).

A copy has also been provided to Mareterram.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Rachel Scogna'.

**Rachel Scogna**  
Senior Associate  
DLA Piper Australia

Direct +61 8 6467 6012  
[rachel.scogna@dlapiper.com](mailto:rachel.scogna@dlapiper.com)

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# Notice

**Sea Harvest International Proprietary Limited (Sea Harvest)**  
**South Africa Registration No. 2012/130812/07**

**Notice of status of defeating conditions**  
**under section 630(3) of the *Corporations Act 2001* (Cth)**

**Proportional off-market takeover offer by Sea Harvest for 50% of the ordinary shares in Mareterram Limited (other than shares already held by Sea Harvest)**

To: Mareterram Limited (ACN 009 248 720) (**Mareterram**)

ASX Limited

This is a notice dated 15 July 2016 given by Sea Harvest in relation to the offer dated 8 June 2016 (as varied by notice dated 30 June 2016) made under its proportional off-market takeover bid to acquire 50% of the ordinary shares in Mareterram (other than shares already held by Sea Harvest) (**Offer**) pursuant to its bidder's statement dated 23 May 2016 (**Bidder's Statement**).

Capitalised terms which are not defined in this notice have the meaning given to them in the Bidder's Statement.

In accordance with section 630(3) of the *Corporations Act 2001* (Cth), Sea Harvest gives notice that:

1. As at the date of this notice, Sea Harvest has declared the Offer free from all of the conditions of the Offer, as detailed below:
  - (a) as advised by Sea Harvest in section 8 of the Bidder's Statement, the defeating conditions in section 9.8(i)(v)) (Written confirmation from suppliers) and section 9.8(n) (NAB consent) of the Bidder's Statement were fulfilled prior to the date of the Bidder's Statement;
  - (b) as advised by Sea Harvest by notices to ASX dated 2 June 2016 and 7 July 2016, the defeating conditions in sections 9.8(b)(i) (SARB approval) and 9.8(g)(ii) (Ministerial consent to deemed assignment of Carnarvon Boat Harbour Leases) of the Bidder's Statement have been fulfilled; and
  - (c) as advised by Sea Harvest by notice to ASX dated 13 July 2016, the defeating conditions in sections 9.8(a), 9.8(b)(ii), 9.8(c), 9.8(d), 9.8(e), 9.8(f), 9.8(g) (other than 9.8(g)(ii) which has been fulfilled), 9.8(h), 9.8(i) (other than 9.8(i)(v) which has been fulfilled), 9.8(j), 9.8(k), 9.8(l) and 9.8(m) of the Bidder's Statement have been waived (so the Offer has become free of those conditions).
2. So far as Sea Harvest is aware, at the time of giving this notice, Sea Harvest's voting power in Mareterram was 51.15% (comprising 71,370,525 shares out of a total 139,535,198 shares currently on issue in Mareterram).

Dated: 15 July 2016

Signed for and on behalf of Sea Harvest by its director Mr Konrad Geldenhuys by his attorney:



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Scott Gibson  
**Sea Harvest International Proprietary Limited**