

24 September 2009

The Listing Manager
Australian Stock Exchange
Exchange Centre
Level 6
20 Bridge Street
SYDNEY NSW 2000



MERMAID MARINE
AUSTRALIA LTD

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ABN: 21 083 185 693

Dear Sir / Madam

RE: ISSUE OF OPTIONS TO EMPLOYEES

Please find **enclosed** an Appendix 3B in relation to the issue of:

- 475,705 share options to various employees of the Company (**Tranche 1 Options**); and
- 3,112,049 share options to various senior employees of the Company (**Tranche 2 Options**).

The Tranche 1 and Tranche 2 Options represent the long term incentive component of the Company's remuneration policy which is designed to attract and retain high quality staff and provide them with an incentive to add value to the Company for the benefit of all stakeholders.

The key terms of the options which have been issued are as follows:

Tranche 1 Options:

- Option exercise price: Nil
- The options have been issued for nil consideration
- Option expiry date: 18 September 2014
- The options become exercisable from 18 September 2012 subject to the Performance Hurdle that the Company's Total Shareholder Return must exceed the performance of the ASX Small Ordinaries Index over a minimum period of three years commencing on 18 September 2009 and ending on 18 September 2012 and a maximum period of five years commencing on 18 September 2009 and ending on 18 September 2014.

Tranche 2 Options:

- Option exercise price: \$3.05
- The options have been issued for nil consideration
- Option expiry date: 18 September 2014
- The options become exercisable from 18 September 2012 subject to the Performance Hurdle that the Company's Total Shareholder Return must exceed the performance of the ASX Small Ordinaries Index over a minimum period of three years commencing on 18 September 2009 and ending on 18 September 2012 and a maximum period of five years commencing on 18 September 2009 and ending on 18 September 2014.

MERMAID MARINE AUSTRALIA LIMITED

A handwritten signature in black ink, appearing to be 'Dylan Roberts', written over a horizontal line.

Dylan Roberts
Company Secretary

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Mermaid Marine Australia Limited

ABN

21 083 185 693

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|--|
| 1 | +Class of +securities issued or to be issued | 1) Unlisted employee incentive options – September 2014;
2) Unlisted senior employee incentive options – September 2014. |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 1) 475,705
2) 3,112,049 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | 1. Employee Incentive Options:
Exercise price: \$Nil
Vesting period: 3 years
Exercise period: 2 years
Expiry date: 18 September 2014

2. Senior Employee Incentive Options:
Exercise price: \$3.05
Vesting period: 3 years
Exercise period: 2 years
Expiry date: 18 September 2014 |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>The shares allocated on exercise of the options will rank equally with all existing quoted ordinary fully paid shares on issue.</p>				
<p>5 Issue price or consideration</p>	<p>1. \$Nil 2. \$Nil</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>1/2) The options represent the long term incentive component of the Company's remuneration policy which is designed to attract and retain high quality staff and provide them with an incentive to add value to the Company for the benefit of all stakeholders.</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>21 September 2009</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="721 1318 997 1346">Number</th> <th data-bbox="1002 1318 1265 1346">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="721 1352 997 1379">185,331,113</td> <td data-bbox="1002 1352 1265 1379">Ordinary shares</td> </tr> </tbody> </table>	Number	+Class	185,331,113	Ordinary shares
Number	+Class				
185,331,113	Ordinary shares				

+ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	1,080,000	Unlisted employee options -expiry 2011
	2,412,644	Unlisted employee options – expiry 2012
	970,040	Managing Director Incentive Options - expiry 11 Oct 2012
	469,193	Unlisted employee options – expiry 2013
	1,385,432	Unlisted senior employee incentive options – expiry 23 Sept 2013
	1,277,584	Managing Director Incentive Options - expiry 23 Sept 2013
	475,705	Unlisted employee options -expiry 18 Sept 2014
	3,112,049	Unlisted senior employee incentive options – expiry 18 Sept 2014
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable	

Part 2 - Bonus issue or pro rata issue

- | | |
|---|--|
| 11 Is security holder approval required? | |
| 12 Is the issue renounceable or non-renounceable? | |
| 13 Ratio in which the +securities will be offered | |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- | | | |
|----|---|--|
| 14 | +Class of +securities to which the offer relates | |
| 15 | +Record date to determine entitlements | |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | |
| 17 | Policy for deciding entitlements in relation to fractions | |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents

<small>Note: Security holders must be told how their entitlements are to be dealt with.
Cross reference: rule 7.7.</small> | |
| 19 | Closing date for receipt of acceptances or renunciations | |
| 20 | Names of any underwriters | |
| 21 | Amount of any underwriting fee or commission | |
| 22 | Names of any brokers to the issue | |
| 23 | Fee or commission payable to the broker to the issue | |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders | |
| 25 | If the issue is contingent on +security holders' approval, the date of the meeting | |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled | |

+ See chapter 19 for defined terms.

- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) Securities described in Part 1
- (b) All other securities
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
 1 - 1,000
 1,001 - 5,000
 5,001 - 10,000
 10,001 - 100,000
 100,001 and over
- 37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here: Date: 24 September 2009
(Company secretary)

Print name: ...Dylan Darbyshire-Roberts.....

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+ See chapter 19 for defined terms.