

11 January 2010

ASX Limited  
Company Announcements Office  
Exchange Centre  
Level 4  
20 Bridge Street  
Sydney NSW 2000

**Photon Group Limited (Photon) – Takeover Bid for Dark Blue Sea Limited (DBS)**

On 22 December 2009, Photon reported that it had a relevant interest in 91.29% of DBS shares on close of its takeover bid for DBS.

Photon has now become aware that, due to a share registry administrative error, the correct percentage should have been 94.34%.

The error does not have an impact on Photon's compulsory acquisition of the remaining shares in DBS, which is proceeding.

Attached is an updated change in substantial holding notice.

Yours faithfully



**Clare Battellino**  
**Chief Financial Officer**  
**Photon Group Limited**

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# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Dark Blue Sea Limited (DBS)  
ACN/ARSN 091 509 796

### 1. Details of substantial holder (1)

Name Photon Group Limited and its related bodies corporate (Photon)  
ACN/ARSN (if applicable) 091 524 515

There was a change in the interests of the substantial holder on 15 to 21 December 2009

The previous notice was given to the company on 18 December 2009

The previous notice was dated 18 December 2009

### 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 shares         | 72,662,096      | 90.42%           | 75,810,281     | 94.34%           |

### 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 or scheme 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 |
|-----------------------|--|--|---|---|-------------------------|
| 15 – 21 December 2009 | Photon                                 | Acquisition of a relevant interest in DBS ordinary shares arising upon acceptance of the takeover offer set out in Photon's Bidder's Statement dated 30 October 2009 | \$0.35  | 3,148,185 ordinary shares               | 3,148,185               |

### 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 |
|-----------------------------|---------------------------------|--|---|--------------------------------|----------------|
| Photon                      | Photon Group Limited            | Photon Group Limited                           | Pursuant to s608(1) of the Corporations Act – registered holder | 23,941,988 ordinary shares     | 23,941,988     |

|        |  |        |  |                            |            |
|--------|--|--------|--|----------------------------|------------|
| Photon | Accepting ordinary shareholders of DBS | Photon | Relevant interest arises under section 608(1)(c) as a result of the acceptances of the takeover offer set out in Photon's Bidder's Statement dated 30 October 2009 | 51,868,293 ordinary shares | 51,868,293 |
|--------|--|--------|--|----------------------------|------------|

**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 |
|-----------------------------------|-----------------------|
| N/A                               | N/A                   |

**6. Addresses**

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

| Name   | Address                                       |
|--------|---|
| Photon | Level 9, 155 George Street, Sydney, NSW, 2000 |

**Signature**

print name Clare Battellino

capacity Chief Financial Officer

**sign here**



date 11 January 2010

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## 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 identity 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.