



2 January 2009

Company Announcements Office
Australian Stock Exchange
PO Box H224
Australia Square
Sydney NSW 2000

Board Change, Appendix 3B, Appendix 3Y (x5) and Appendix 3Z

The board notes that Ms Cathryn Curtin has resigned as a Director of Neptune Marine Services Limited ("Neptune Marine") effective from today. Ms Curtin has served as a director of Neptune Marine for over 5 years from her appointment on 25 November 2003.

The board expresses its gratitude and appreciation to Ms Curtin for her dedicated service to Neptune Marine and for her strategic guidance since its IPO and subsequent growth. The board would like to wish Ms Curtin success with her continuing consulting business.

Non Executive Director ("NED") Share Plan

Please find attached Appendix 3B and Appendix 3Y's for the Non Executive Directors (inclusive of Ms Curtin) for the issue of 196,429 shares as part of the NED share plan that was ratified by shareholders at the Company's Annual General Meeting on 19 November 2007, the share allotment is a director fee sacrifice whereby shares are allotted in lieu of the receipt of fees. Appendix 3Z also attached for resignation of Ms Curtin.

Yours faithfully

Gabriel Chiappini
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

NEPTUNE MARINE SERVICES LIMITED

ABN

76 105 665 843

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 | Ordinary Fully Paid Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 196,429 |
| 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) | Restricted Shares to Non Executive Directors (NED) under the 2007 NED Share plan approved by Shareholders at the AGM held on 19 November 2007. Shares held under trading lock until the earlier of the lapse of a 3 year period or the date on which the NED ceases to be a director. |

+ See chapter 19 for defined terms.

4	<p>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 dothe extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest paymentthe extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	Yes - except for the Holding Lock noted in point 3 above.						
5	Issue price or consideration	Fee Sacrifice made by NED, Shares issued at \$0.28 per share, in accordance with the Non-Executive Director share plan approved at the 19 November 2007 Annual General Meeting. Share price based on a 10 day volume weighted average price.						
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Share issue made in accordance with the Non-Executive Director (NED) share plan approved at the 19 November 2007 Annual General Meeting.						
7	Dates of entering ⁺ securities into uncertificated holdings or despatch of certificates	30 December 2008						
8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the securities in clause 2 if applicable)	<table><tr><th>Number</th><th>⁺Class</th></tr><tr><td>298,183,487 *</td><td>Ordinary fully paid shares.</td></tr><tr><td>15,419,622</td><td>Options exercisable at 20 cents each on or before 31 December 2010.</td></tr></table> <p><i>* includes 21,794,274 shares under voluntary escrow.</i></p>	Number	⁺ Class	298,183,487 *	Ordinary fully paid shares.	15,419,622	Options exercisable at 20 cents each on or before 31 December 2010.
Number	⁺ Class							
298,183,487 *	Ordinary fully paid shares.							
15,419,622	Options exercisable at 20 cents each on or before 31 December 2010.							
9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the securities in clause 2 if applicable)	<table><tr><th>Number</th><th>⁺Class</th></tr><tr><td>13,412,500</td><td>Unlisted options.</td></tr></table>	Number	⁺ Class	13,412,500	Unlisted options.		
Number	⁺ Class							
13,412,500	Unlisted options.							
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

Questions 11 to 33 Not Applicable

Part 3 - Quotation of securities

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

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

Questions 34(b) to 42 - Not Applicable

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: **2 January 2009**
(Company secretary)

Print name: **Gabriel Chiappini**

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

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 30/9/2001.

Name of entity	Neptune Marine Services Limited
ABN	76 105 665 843

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Cathryn Curtin
Date of last notice	20 June 2008

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect.
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Eladin Pty Ltd as trustee for Eladin Family Trust. Ms Curtin is a director of the company which is the registered holder.
Date of change	30 December 2008
No. of securities held prior to change	133,230 ordinary fully paid shares
Class	Ordinary fully paid shares
Number acquired	17,857
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$5,000 - Shares issued in lieu of director fees under shareholder approved Non Executive Director Plan

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	133,230 ordinary fully paid shares 17,857 - Ordinary fully paid shares - escrowed to 29 December 2011 (or earlier if ceases to be a director)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off Market: Non Executive Director share plan approved at the Annual General Meeting on 19 November 2007

Part 2 – Change of director's interests in contracts

Detail of contract	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

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 30/9/2001.

Name of entity	Neptune Marine Services Limited
ABN	76 105 665 843

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Geoffrey Grosvenor Newman
Date of last notice	1st Appendix 3Y

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect.
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Geryl Trust (Geoffrey Grosvenor Newman and Cheryl Louise Newman ATF Geryl Trust)
Date of change	30 December 2008
No. of securities held prior to change	Nil
Class	Ordinary fully paid shares
Number acquired	26,786
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$7,500 - Shares issued in lieu of director fees under shareholder approved Non Executive Director Plan

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	26,786 ordinary fully paid shares - escrowed until 29 December 2011 (or earlier if ceases to be a director)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off Market: Non Executive Director share plan approved at the Annual General Meeting on 19 November 2007

Part 2 – Change of director's interests in contracts

Detail of contract	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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Appendix 3Y

Change of Director's Interest Notice

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 30/9/2001.

Name of entity	Neptune Marine Services Limited
ABN	76 105 665 843

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Robert Norman Scott
Date of last notice	23 June 2008

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect.
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Ferber Holdings Pty Ltd ATF for Scott Superannuation Fund Mr Scott is a director of the company which is the registered holder.
Date of change	30 December 2008
No. of securities held prior to change	50,000 Ordinary fully paid shares 11,178 ordinary fully paid shares - escrowed until February 2011
Class	Ordinary fully paid shares
Number acquired	35,714
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$10,000 - Shares issued in lieu of director fees under shareholder approved Non Executive Director Plan

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Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	<p>50,000 Ordinary fully paid shares</p> <p>11,178 ordinary fully paid shares - escrowed until February 2011 (or earlier if ceases to be a director)</p> <p>35,714 ordinary fully paid shares - escrowed until 29 December 2011 (or earlier if ceases to be a director)</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Off Market: Non Executive Director share plan approved at the Annual General Meeting on 19 November 2007</p>

Part 2 – Change of director's interests in contracts

Detail of contract	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
<p>No. and class of securities to which interest related prior to change</p> <p>Note: Details are only required for a contract in relation to which the interest has changed</p>	
Interest acquired	
Interest disposed	
<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and an estimated valuation</p>	
Interest after change	

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Appendix 3Y

Change of Director's Interest Notice

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Introduced 30/9/2001.

Name of entity	Neptune Marine Services Limited
ABN	76 105 665 843

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Ross W Kennan
Date of last notice	27 June 2008

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Trustee and beneficiary - RW Kennan Pty Ltd ATF The RW Kennan Superfund
Date of change	30 December 2008
No. of securities held prior to change	96,263 - ordinary fully paid shares; 22,355 - Ordinary fully paid shares - escrowed to February 2011
Class	Ordinary fully paid shares - escrowed
Number acquired	71,429
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$20,000 - Shares issued in lieu of director fees under shareholder approved Non Executive Director Plan

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	96,263 - ordinary fully paid shares; 22,355 - Ordinary fully paid shares - escrowed to February 2011 (or earlier if ceases to be a director) 71,429 - Ordinary fully paid shares - escrowed to 29 December 2011 (or earlier if ceases to be a director)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off Market: Non Executive Director share plan approved at the Annual General Meeting on 19 November 2007

Part 2 – Change of director's interests in contracts

Detail of contract	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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Appendix 3Y

Change of Director's Interest Notice

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 30/9/2001.

Name of entity	Neptune Marine Services Limited
ABN	76 105 665 843

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	David Agostini
Date of last notice	1 February 2008

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	30 December 2008
No. of securities held prior to change	58,428 ordinary fully paid shares; 200,000 options exercisable at 57 cents each on or before 28 February 2011.
Class	Ordinary fully paid shares - Escrowed
Number acquired	71,429
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$20,000 - Shares issued in lieu of director fees under shareholder approved Non Executive Director Plan

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	<p>58,428 ordinary fully paid shares;</p> <p>71,429 - Ordinary fully paid shares - escrowed to 29 December 2011 (or earlier if ceases to be a director)</p> <p>200,000 options exercisable at 57 cents each on or before 28 February 2011.</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Off Market: Non Executive Director share plan approved at the Annual General Meeting on 19 November 2007</p>

Part 2 – Change of director's interests in contracts

Detail of contract	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
<p>No. and class of securities to which interest related prior to change</p> <p>Note: Details are only required for a contract in relation to which the interest has changed</p>	
Interest acquired	
Interest disposed	
<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and an estimated valuation</p>	
Interest after change	

+ See chapter 19 for defined terms.

Appendix 3Z

Final Director's Interest Notice

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 30/9/2001.

Name of entity	Neptune Marine Services Limited
ABN	76 105 665 843

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Cathryn Curtin
Date of last notice	2 January 2009
Date that director ceased to be director	2 January 2009

Part 1 – Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
Nil

+ See chapter 19 for defined terms.

Appendix 3Z

Final Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest <small>Note: Provide details of the circumstances giving rise to the relevant interest</small>	Number & class of securities
Eladin Pty Ltd as trustee for Eladin Family Trust.	133,230 ordinary fully paid shares
Ms Curtin is a director of the company which is the registered holder.	17,857 - Ordinary fully paid shares

Part 3 – Director's interests in contracts

Detail of contract	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

+ See chapter 19 for defined terms.