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14 March 2007

By E-mail: ASX On-line

Manager Companies
Company Announcements Office
Australian Stock Exchange Limited

Dear Sir/Madam

**ASX Code MTN
Advice to Shareholders**

Attached please find correspondence from Marathon's Chairman, Mr Peter Williams, in response to the formal variation of offer by Buttermere Australia Pty Ltd.

Yours faithfully

A handwritten signature in black ink, appearing to read "Sam Appleyard", is written over a light grey rectangular background.

Sam Appleyard
Company Secretary

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**MARATHON**

14 March 2007

Dear Marathon Shareholder,

On 13 March 2007, Buttermere Australia Pty Limited (**Buttermere**) formally increased the consideration under its takeover bid for all the ordinary shares in Marathon from A\$0.68 to A\$3.52 per Marathon share. This follows Buttermere's announcement to ASX of its intention to so increase the consideration on Friday, 9 March 2007.

A copy of Buttermere's formal notice of variation and Supplementary Bidder's Statement in relation to the revised offer was sent to you yesterday.

The Marathon Board advises shareholders to take no action in response to Buttermere's revised offer until the Board has had an opportunity to consider the revised offer and provide its response to the variation with a further Supplementary Target's Statement.

The Marathon Board will consider the revised offer over the next few days and issue a Supplementary Target's Statement with its response to the increased offer within the next week.

If you have any questions regarding Buttermere's revised offer, please call the Marathon information line on 1300 138 684 (toll free in Australia) or +61 3 9415 4349 for international calls. Calls to these numbers will be recorded in accordance with the Corporations Act 2001 (Cth).

Yours sincerely,



Peter L. Williams
Chairman