

FACSIMILE TRANSMISSION

TO : ASX Company Announcements

FAX NO. : 1300 135 638

TO : d2 Marketing Limited
Attention: Company Secretary

FAX NO. : 61 3 9016 4088

SUBJECT : ASIC Form 605 – Notice of ceasing to be a substantial holder

DATE : 11 February 2010

PAGES : 3 (including this one)

Refer to the attached.

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Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme d2 Marketing Limited

ACN 123 287 025

1. Details of substantial holder (1)

Name CWC COFA Pty Ltd ACN 113 611 911 (atf CWC Corporate Opportunity 1A Trust), CWC COFB Pty Ltd ACN 114 881 113 (atf CWC Corporate Opportunity 1B Trust), CWC Investors Pty Ltd ACN 113 607 748 (atf CWC Investment Unit Trust) (collectively, **CWC**) and the entities referred to in Annexure A (entities in Annexure A referred to as **Lazard Group**)

ACN _____

The holder ceased to be a substantial holder on 9 February 2010
The previous notice was given to the company on 5 January 2009
The previous notice was dated 5 January 2009

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
9 February 2010	CWC & Lazard Group	Dilution of holding by virtue of issue of ordinary shares on 9 February 2010. CWC & Lazard Group now holds less than 5% of voting shares.	Not applicable	Not applicable. CWC & Lazard Group continues to hold 24,222,638 ordinary shares as per previous notice.	Not applicable. CWC & Lazard Group continues to hold 24,222,638 votes as per previous notice

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN	Nature of association
No change	No change

4. Addresses

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

Name	Address
CWC & Lazard Group	Lazard, Level 44, 1 Macquarie Place, Sydney NSW 2000

Signature

print name David Birkbeck capacity Company Secretary
sign here  date 11/02/2010

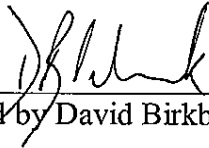
Annexure A to ASIC Form 605

d2 Marketing Limited ACN 123 287 025

1. Details of substantial holder

Lazard Ltd
LLTD CORP I
LLTD CORP II
LLTD 1 SARL
LLTD 2 SARL
Lazard Group LLC
Laz-MD Holdings LLC
Lazard (Holdings) Pty Ltd ACN 114 164 313
Lazard Australia Holdings Pty Ltd ACN 126 711 724
LCW Private Equity Pty Ltd ACN 114 164 331

This is Annexure A of one page referred to in ASIC Form 605



Signed by David Birkbeck, Company Secretary

Dated: 11 February 2010

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