

3 May 2017

Dear Shareholder

Non-Renounceable Rights Issue

On 19 April 2017, Bioxyne Limited (the **Company**) announced a non-renounceable pro rata entitlement offer.

The offer will be made on the basis of 1 new share for every 1 existing share held by shareholders with a registered address in Australia or New Zealand as at 7:00pm (AEST) on 9 May 2017 (**Eligible Shareholders**) at an offer price of \$0.01 per share, with 1 free attaching new option for every 2 new shares issued, to raise approximately \$2.5 million (**Offer**).

Funds raised from the Offer will be used primarily to facilitate Bioxyne's expansion into direct sales.

As an Eligible Shareholder, you may take up all or part of your entitlement.

New shares to be issued under the Offer will rank equally with existing shares. The Company has applied to the ASX for the new shares to be listed. Fractional entitlements will be rounded up to the nearest whole number.

A prospectus for the Offer has been lodged with ASIC on 3 May 2017 which will be available on both the ASX website and the Company's website (**Prospectus**). Full details of the Offer will be contained in the Prospectus and accompanying personalised entitlement and acceptance form (**Entitlement and Acceptance Form**) to Eligible Shareholders following the Record Date.

Shareholders should read the Prospectus carefully in deciding whether to acquire new shares under the Offer and will need to complete the Entitlement and Acceptance Form to take up their entitlement.

The capital structure of the Company following the Offer will be:

Shares	Number	%
Existing Shares	253,032,625	50.0
New Shares offered under this Prospectus	253,032,625	50.0
Total Shares	506,065,250	100.0

Options

Options	
Listed Options exercisable at \$0.021 each on or before 10 December 2017	917,000
Class A Options exercisable at \$0.0234 each on or before 24 November 2019	2,750,000
Employee Options exercisable at \$0.0234 each on or before 24 November 2019	2,000,000
Total Options currently on issue	5,667,000
New Options exercisable at \$0.01 each on or before 15 December 2017	126,516,313
New Options issued to the Underwriter exercisable at \$0.01 each on or before 15 December 2017	4,000,000
Total Options	136,183,313

The indicative timetable for the Offer is set out below:

Prospectus lodged with ASIC and the ASX	3 May 2017
Shares trade ex entitlement	8 May 2017
Record date to determine entitlement (Record Date)	9 May 2017
Prospectus with entitlement & acceptance form dispatched	10 May 2017
Offer opens for receipt of applications	10 May 2017
Closing date for acceptance (Closing Date)	23 May 2017
Deferred settlement trading commences	24 May 2017
Notify ASX of shortfall	26 May 2017
Issue of new securities	30 May 2017
Deferred settlement trading ends	30 May 2017
Dispatch of shareholding statements	31 May 2017
Normal trading of new securities expected to commence	31 May 2017

The timetable above is indicative only and may be subject to change. The Company reserves the right to amend any or all of these dates and times subject to the Corporations Act, the ASX Listing Rules and other applicable laws.

Yours sincerely



Guy Robertson
Company Secretary