

# MALLESONS STEPHEN JAQUES

**Confidential communication**

Australian Stock Exchange Limited  
Company Announcements  
Fax 1900 999 279

9 February 2006

**SciGen Ltd ("SciGen")**

We act for Bioton S.A. ("Bioton"), a Polish company listed on the Warsaw Stock Exchange, as its Australian legal adviser in connection with its mandatory conditional offer for SciGen.

We attach an update announcement made by Bioton in relation to its mandatory conditional offer for SciGen.

Yours faithfully



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## MANDATORY CONDITIONAL OFFER

by

**BIOTON S.A.**  
(Incorporated in Poland)

to acquire all the issued ordinary shares in the capital of

**SCI GEN LTD**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 199805796R)

other than those already owned, controlled or agreed to be acquired by  
BIOTON S.A. and parties acting in concert with it

### Despatch of Offer Document

BIOTON S.A. ("**Bioton**") wishes to announce that the offer document dated 1 February 2006 (the "**Offer Document**"), which contains details of the mandatory conditional offer (the "**Offer**") by Bioton to acquire all the issued ordinary shares in the capital of SciGen Ltd ("**SciGen**"), other than those already owned, controlled or agreed to be acquired by Bioton and parties acting in concert with it, together with a Transfer and Acceptance Form for CHESS Holdings or a Transfer and Acceptance Form for Issuer Sponsored Holdings (each an "**Acceptance Form**" and together, the "**Acceptance Forms**"), as the case may be, has been despatched on 8 February 2006 to the shareholders of SciGen whose addresses (as shown in the register of members of SciGen) are in Australia and Singapore ("**Eligible SciGen Shareholders**").

### Request for Offer Document

Eligible SciGen Shareholders who do not receive the Offer Document and the relevant Acceptance Form within a week from the date hereof should telephone the Offer Information Line at 1300 362 871 (or +61 3 9415 4239 if you are calling from outside Australia) or obtain, in person, copies of the Offer Document and the relevant Acceptance Form from Computershare Investor Services Pty Limited at the following address: -

Level 5  
115 Grenfell Street  
Adelaide SA 5000

### Electronic Offer Document

The Offer Document is available in electronic form and can be found on the Bioton website at [www.bioton.pl](http://www.bioton.pl). Eligible SciGen Shareholders having received a copy of the Offer Document in its electronic form may obtain a paper copy of the Offer Document by telephoning the Offer Information Line at 1300 362 871 (or +61 3 9415 4239 if you are calling from outside Australia). Acceptance of the Offer may only be made on the Acceptance Forms accompanying a paper copy of the Offer Document. Persons who receive the electronic Offer Document should ensure that they download and read the entire Offer Document.



### Overseas Shareholders

Due to potential restrictions on the making and availability of the Offer to shareholders of SciGen whose addresses (as shown in the register of members of SciGen) are outside Singapore or Australia ("**Overseas Shareholders**") under the laws of the relevant jurisdictions outside Singapore and Australia ("**Overseas Jurisdictions**"), the Offer is not being made or extended, and will not be made or extended, to Overseas Shareholders. The Offer is made only to SciGen Shareholders whose addresses as aforesaid are in Singapore or Australia and only in the jurisdictions of Singapore or Australia. Accordingly, the Offer will not be made in or into, and the Offer is not capable of acceptance in or from, any Overseas Jurisdictions.

Bioton reserves the right to notify any matter, including the fact that the Offer has been made, to any or all SciGen shareholders (including Overseas Shareholders) by announcement on the Australian Stock Exchange or paid advertisement in a daily newspaper published or circulated in Australia, in which case such notice shall be deemed to have been sufficiently given notwithstanding any failure by any SciGen shareholder to receive or see such announcement or advertisement.

If you are an Overseas Shareholder and are in doubt about your position, you should consult your professional adviser in the relevant jurisdiction.

Further details in respect of Overseas Shareholders are set out in the Offer Document.

### Procedures for Acceptance

Full details of the procedures for acceptance are set out in Appendix 1 to the Offer Document and in the Acceptance Forms.

### Closing Date

The Offer will be open for acceptance until **7.00 p.m. (Sydney time) on 8 March 2006 or such later date(s) as may be announced from time to time by or on behalf of Bioton.**

### Responsibility Statement

The directors of Bioton's Management Board (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

By Order of the Board  
**BIOTON S.A.**

Piotr Wieleśik, the Vice-President of the Management Board

Henryk Dąbrowski, the Member of the Management Board

8 February 2006

