



MARKET UPDATE: ACQUISITION OFFER BY BIOTON

Singapore and Australia. Monday 5th December 2005. Further to our earlier announcements, SciGen Limited (ASX: SIE) wishes to update shareholders on the current status of the conditional agreement for Polish biopharmaceutical company Bioton to acquire SciGen Shares held by SciTech Genetics Pte Ltd (**Conditional Agreement**) and the potential takeover offer by Bioton to acquire the remaining SciGen shares.

Under the Conditional Agreement, SciTech Genetics has agreed to sell its 18.2% equity in SciGen to Bioton for a combination of cash and shares in Bioton. If the condition precedent in the Conditional Agreement is satisfied:

- (1) the transaction will increase Bioton's equity to 44%; and
- (2) under Rule 14.1 of the Singapore Takeover Code, Bioton will become obliged to make a mandatory takeover offer for the remaining shares in SciGen (**Offer**).

Pursuant to Rule 14.3 of the Singapore Takeover Code, the mandatory takeover Offer by Bioton must be made to SciGen shareholders on the following basis (as confirmed by the Singapore Securities Commission (SIC)):

Share Plus Cash Consideration

A share plus cash consideration comprising 0.0201 new Bioton shares and A\$0.0157 in cash for each SciGen share (with 50% of the Bioton shares issued as consideration to be subject to escrow for 6 months and the remaining 50% subject to escrow for 18 months).

Cash Alternative

A cash alternative comprising A\$0.0928 in cash for each SciGen share.

If the Offer is made, SciGen shareholders who elect to sell their SciGen shares will only be able to accept either the Share Plus Cash Consideration or the Cash Alternative and cannot combine the two. This clarification of the Offer details replaces all previous announcements regarding the Offer Price and details.

Status of Condition Precedent to Conditional Agreement

The Company has been informed that the Polish stock exchange has provided all relevant approvals to the Conditional Agreement and Offer and Bioton is presently awaiting the decision of the SIC in Singapore. Once the SIC has given all relevant approvals to the Conditional Agreement and Offer, the condition precedent in the Conditional Agreement will be satisfied and this will trigger the mandatory takeover Offer by Bioton for SciGen shares as described above. All relevant documents (including a prospectus) will be mailed to all SciGen shareholders outlining the Offer.

Additionally, the SciGen Board of Directors is in the process of appointing a merchant banker to provide independent valuation and advice on the bid by Bioton. The Board in turn will advise shareholders of its findings.

About SciGen

SciGen Ltd is a biopharmaceutical company involved in commercializing later stage research. It co-develops and markets biopharmaceutical products for human healthcare. SciGen focuses in the areas of gastroenterology, endocrinology and immunology. Its product portfolio includes vaccines and therapeutics.

SciGen acquires rights to manufacture, distribute and market biopharmaceutical products under exclusive licensing arrangements. SciGen's portfolio currently includes proprietary biotechnology-derived products, and biogeneric products, which allow for faster entry into the market, as biogeneric products have undergone much of the clinical development and trials required to bring drugs to market. This minimizes the risks associated with early stage product development. SciGen currently undertakes R&D activities in collaboration with strategic partners and institutions.

SciGen's competitive advantage is in identifying research with commercial potential at an early stage to which it adds its expertise in gaining regulatory approval and bringing products to market.

SciGen is a Singaporean biotechnology company, established in 1988 and listed on the Australian Stock Exchange (ASX code SIE). SciGen is headquartered in Singapore, with offices in Australia, USA, Korea, Vietnam, Hong Kong, and Philippines and partners in India, China, Indonesia, Israel, Poland, Austria and the Netherlands.

Further information:

Investor Relations and Media	Company
Rebecca Wilson Buchan Consulting +61 2 9237 2800 +61 417 382 391 (mobile) rwilson@bcg.com.au	Saul Mashaal Executive Vice Chairman, Founder & CEO SciGen Ltd. + 61 2 9234 1700 +65 9630 5691 (Mobile)