Rule 2.7, 3.10.3, 3.10.4, 3.10.5

## **Appendix 3B**

## New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.				
Name	Name of entity			
Biota	Biota Holdings Limited			
ABN	ARN			
28 o	28 006 479 081			
We (the entity) give ASX the following information.				
<b>Part 1 - All issues</b> You must complete the relevant sections (attach sheets if there is not enough space).				
1	<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	Employee Retention Incentive Options under the Biota Employee Option Plan		
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	831,755		
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	Employee Retention Incentive Options allocated at an issue price of \$0.955. On conversion to ordinary shares (50% post 1 July 2012, 50% post 1 July 2013) the exercise price is Nil		

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<sup>+</sup> See chapter 19 for defined terms.

4 Do the \*securities rank equally in all respects from the date of allotment with an existing \*class of quoted \*securities?

Shares issued or acquired upon vesting will rank equally with all existing ordinary shares.

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Issue price of \$0.955 (share price at 30 June 2011)

5 Issue price or consideration

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) All options granted as part of the Biota Employee Option Plan and as part of the remuneration packages of staff.

7 Dates of entering \*securities into uncertificated holdings or despatch of certificates 16 September 2011

8 Number and \*class of all \*securities quoted on ASX (*including* the securities in clause 2 if applicable)

Number	+Class	
181,703,711	Ordinary Shares	

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<sup>+</sup> See chapter 19 for defined terms.

		Number	+Class	
9	Number and *class of all *securities not quoted on ASX (including the securities in clause 2 if applicable)	831,755	Employee Retention Incentive Options over new Ordinary Shares	
		3,229,558	Total Shareholder Return (TSR equity incentive) Options over new Ordinary share	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)			
Part	Part 2 - Bonus issue or pro rata issue			
11	Is security holder approval required?			
12	Is the issue renounceable or non-renounceable?			
13	Ratio in which the *securities will be offered			
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates			
15	<sup>+</sup> Record date to determine entitlements			
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?			
17	Policy for deciding entitlements in relation to fractions			

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<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3B New issue announcement

18	Names of countries in which the entity has *security holders who will not be sent new issue documents	
	Note: Security holders must be told how their entitlements are to be dealt with.	
	Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	

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<sup>+</sup> See chapter 19 for defined terms.

20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	
25	If the issue is contingent on feeturity holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do *security holders sell their entitlements <i>in full</i> through a broker?	
31	How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	

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<sup>+</sup> See chapter 19 for defined terms.

32	How do *security holders dispose of their entitlements (except by sale through a broker)?
33	<sup>+</sup> Despatch date
	3 - Quotation of securities ed only complete this section if you are applying for quotation of securities
34	Type of securities (tick one)
(a)	Securities described in Part 1
(b)	All other securities  Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities
Entiti	es that have ticked box 34(a)
Addit	ional securities forming a new class of securities
Tick to łocume	indicate you are providing the information or ents
35	If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders
36	If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories  1 - 1,000  1,001 - 5,000  5,001 - 10,000  10,001 - 100,000  100,001 and over
37	A copy of any trust deed for the additional *securities

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<sup>+</sup> See chapter 19 for defined terms.

Entitie	Entities that have ticked box 34(b)		
38	Number of securities for which <sup>†</sup> quotation is sought		
39	Class of *securities for which quotation is sought		
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?  If the additional securities do not rank equally, please state:  • the date from which they do  • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment  • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
41	Reason for request for quotation now  Example: In the case of restricted securities, end of restriction period  (if issued upon conversion of another security, clearly identify that other security)		
42	Number and *class of all *securities quoted on ASX (including the securities in clause 38)	Number	<sup>+</sup> Class

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<sup>+</sup> See chapter 19 for defined terms.

## **Quotation agreement**

- <sup>†</sup>Quotation of our additional <sup>†</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>†</sup>securities on any conditions it decides.
- 2 We warrant the following to ASX.
  - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those \*securities should not be granted \*quotation.
  - An offer of the \*securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any \*securities to be quoted and that no-one has any right to return any \*securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the \*securities be quoted.
- If we are a trust, we warrant that no person has the right to return the \*securities to be quoted under section 1019B of the Corporations Act at the time that we request that the \*securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before †quotation of the †securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

(Company secretary)

Date: 16 September 2011.

Print name:

..Damian Lismore...

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<sup>+</sup> See chapter 19 for defined terms.