

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Bioxyme Limited (formerly known as Probiomix Limited)

ACN/ARSN 084 464 193

1. Details of substantial holder (1)

Name Bioxyme Limited

ACN/ARSN (if applicable) 084 464 193

The holder became a substantial holder on 28/03/2012

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	22,976,885 (by number)	22,976,885 (by number)	15.33%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Bioxyme Limited (Bioxyme)	Power to control the disposal of those Bioxyme ordinary shares the subject of a Restricted Security Agreement – in the form provided in Appendix 9A of the ASX Listing Rules – entered into between Bioxyme and each of the registered Bioxyme shareholders set out in the attached Schedule	22,976,885 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Bioxyme Limited	See column A of attached Schedule.	See column A of attached Schedule.	See column B of attached Schedule.

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Bioxyme Limited	28/03/2012	Nil	Nil	22,976,885 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

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

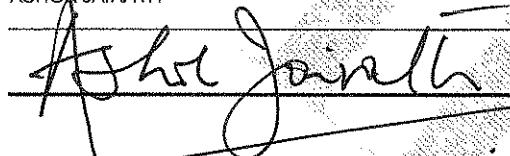
Name	Address
Bioxyné Limited	Suite 1A, Level 2, 802 Pacific Highway, Gordon NSW 2073

Signature

print name ASHOK JAIRATH

capacity Company secretary

sign here



date 16/04/2012

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

SCHEDULE

Bioxyne Limited – Schedule of Restricted Ordinary Shares

A	B	C	D
Bioxyne Shareholder	Number of Bioxyne Ordinary Shares classified as “restricted securities”	Escrow Period	Last date of Escrow Period
Robert Llewellyn Clancy & Christine Clancy ATF Clancy Superannuation Fund	9,283,140	24 months	3 April, 2014
Octa Phillip Asset Management Limited ATF IB Australian Bioscience Fund	5,706,546	24 months	3 April, 2014
Sub-total of Bioxyne Ordinary Shares to be restricted until 3 April, 2014	14,989,686	-	-
PT Soho Industri Pharmasi	2,277,122	12 months	27 March, 2013
Cherryoak Investments Pty Ltd ATF C&N Family Trust	4,561,237	12 months	27 March, 2013
Peter John Woodford	28,721	12 months	27 March, 2013
Graham Costello ATF Costello Superannuation Fund	229,768	12 months	27 March, 2013
Lyndcote Holdings Limited	459,535	12 months	27 March, 2013
Alcardo Investments Limited	86,163	12 months	27 March, 2013
MPS Staff Super Pty Limited ATF MPS Superannuation Fund	114,884	12 months	27 March, 2013
L.E.E.T Investments Pty Limited <Superannuation Fund>	91,908	12 months	27 March, 2013
L.E.E.T Investments Pty Limited	137,861	12 months	27 March, 2013
Sub-total of Bioxyne Ordinary Shares to be restricted until 27 March, 2013	7,978,199	-	-
TOTAL NUMBER OF “RESTRICTED” BIOXYNE ORDINARY SHARES	22,976,885	-	-