

Benitec Limited

ABN 64 068 943 662

Please return completed form to:
Benitec Limited
C/- Computershare Investor Services Pty
Limited
GPO Box 523
Brisbane, Queensland 4001, Australia
Telephone: 1300 552 270
Facsimile: (07) 3237 2152
Record Date: 7 August 2006
Offer Closes: Friday, 25 August 2006
(5.00pm Brisbane Time)

Share Purchase Plan Application Form Non Renounceable Share Purchase Plan

Registered name and address for this holding

DPID
ADDRESS LINE 1
ADDRESS LINE 2
ADDRESS LINE 3
ADDRESS LINE 4
ADDRESS LINE 5
ADDRESS LINE 6

Mark the box
above with an "X"
if you have made
any changes to
your name or
address. See details
overleaf

Security holder Reference Number/
Holder Identification Number

Shareholding as at
5.00PM on 7 August 2006

I/We wish to invest the amount selected below in shares at an issue price calculated in accordance with the terms and conditions of the Benitec Limited ('Benitec') Share Purchase Plan ("SPP") and otherwise as set out in the accompanying letter dated 7 August 2006.

Please tick preference

- | | | |
|--------------------------|---------|-------------|
| <input type="checkbox"/> | Offer A | A\$1,000.00 |
| <input type="checkbox"/> | Offer B | A\$2,000.00 |
| <input type="checkbox"/> | Offer C | A\$3,000.00 |
| <input type="checkbox"/> | Offer D | A\$4,000.00 |
| <input type="checkbox"/> | Offer E | A\$5,000.00 |

DECLARATION AND ACKNOWLEDGEMENTS

By forwarding a cheque and completing this form, you acknowledge that you have read and understood the terms and conditions of the Share Purchase Plan. In addition, for the purpose of ASIC Class Order 02/831, you confirm that the aggregate of the application price for all shares purchased by you (**including through joint and beneficial holdings**) under the SPP (or any similar arrangement) in the last 12 months plus the total cost of all shares applied for under this Application Form (including through joint and/or beneficial holdings) does not exceed A\$5,000.

Please complete the following payment details

Drawer	Bank	BSB No. or Branch Name	Amount A\$
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Contact Details

Contact Name

Telephone Number – Business Hours

Telephone Number – After Hours

See instructions on the reverse side of this form for payment and signing requirements.

Individual or Securityholder 1

Securityholder 2

Securityholder 3

Director/Company Secretary

Sole Director and Sole
Company Secretary

Please see back of form for completion instructions

Instructions

Payment Instructions

Cheque should be made payable to “**Benitec Limited Share Purchase Plan Account**” and crossed “Not Negotiable”.

Cheques must be in Australian dollars and drawn on an Australian bank account. Please ensure you submit the correct amount. Incorrect payments may result in your application being rejected.

Application Forms and cheques must be received no later than 5.00pm (Brisbane time) on Friday 25 August 2006 at the address shown below. You should allow sufficient time for this to occur. The postal acceptance rule does not apply to the Share Purchase Plan. A reply paid envelope is enclosed for shareholders in Australia. New Zealand holders will need to affix the appropriate postage.

Cash will not be accepted via the mail or in person at the share registry.

Payments cannot be made at the bank.

Do not pin or staple the cheque to the Application form.

Number of shares

Subject to any need to scale back applications, the number of Benitec shares you receive will be determined by dividing the amount selected by you as the amount you wish to invest under the SPP by the issue price determined in accordance with the terms and conditions of the SPP. If you have a fractional entitlement, it will be rounded down to the nearest whole number of shares. All surplus application moneys will be refunded to you (without interest).

Signing Requirements – Change of address details.

If the new address and/or name panel has been completed on the front of this form:

The shareholder and each joint shareholder (if applicable) must sign.

Companies need to sign under seal in accordance with their constitution.

If signed by an Attorney, please forward the Power of Attorney to the Share Registry for noting, unless already noted.

Shareholders sponsored by a CHESS participant (in which case your reference number overleaf will commence with an “X”) should advise your sponsoring participant of any changes.

Application Forms and cheques may be mailed or delivered to:

MAILING ADDRESS

**Computershare Investor Services Pty Limited
GPO BOX 523
Brisbane, Queensland 4001, AUSTRALIA**

DELIVERY ADDRESS

**Computershare Investor Services Pty Limited
Level 19, 307 Queens Street
Brisbane, Queensland 4000, AUSTRALIA**

(Please do not use this address for Express Post mailing)

Benitec may settle in any manner it thinks fit, any disputes or anomalies which may arise in connection with or by reason of the operation of the Share Purchase Plan, whether generally or in relation to any applicant or application or shares and the decision of Benitec will be conclusive and binding on all persons to whom the determination relates. Benitec reserves the right to waive compliance with any provision of these terms and conditions.

PRIVACY NOTICE

We, Benitec Limited, through our agent, Computershare Investor Services Pty Limited, collect personal information when you submit this form. Your personal information is used by us and/or our agent to process your application for the shares and to administer the granting of new shares to you. To do these things, we usually disclose, and by executing this form you consent us to disclosing, your personal information to the following organisations (which may be located outside Australia); stockbrokers involved in the trading of shares; ASX Settlement & Transfer Corporation Pty Ltd; our related bodies corporate; our legal, financial and professional advisors; and organizations to which we outsource our functions and activities (such as our mailing house). If your personal information is not provided to us, we will be unable to do these things. In most cases, you can gain access to your personal information on request.