

1 April 2009

ABN 64 068 943 662

Registered Office
Level 16, 356 Collins St
Melbourne VIC 3000
Australia

Ph: +61 3 9859 9165
Fax: +61 3 9859 9165

www.benitec.com

Dear Option Holder

PARTICIPATION IN PRO-RATA NON-RENOUCEABLE RIGHTS ISSUE

CURRENT HOLDINGS OF BLTOA: <.Number of> Options

The Directors of Benitec Limited (“BLT” or “Company”) advise that the Company will be making a Pro-Rata Non-Renounceable Rights Issue to all shareholders on the basis of 1 share for every 3.142 shares held on 9 April 2009 (“Record Date”) at an issue price of \$0.03 plus a free attaching option.

The terms and conditions of the options you currently hold do not entitle you to participate in the above Pro-Rata Non-Renounceable Rights Issue.

To participate in the Pro-Rata Non-Renounceable Rights Issue, you must exercise your options in time for the new shares to be allotted prior to the Record Date. To ensure that your new shares are allotted prior to the record date, your Notice of Exercise of Options together with a cheque for the requisite amount must be received by our share registry, Computershare Investor Services Pty Ltd, **no later than 9 April 2009**. Any Notice of Exercise of Options received after this date cannot be assured of allotment prior to the record date.

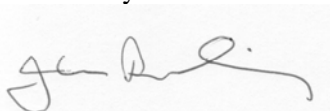
In order to assist option holders, we have enclosed a copy of the Notice of Exercise of Options with this letter.

Your option holding details recorded at our share registry as of today are as above.

This notice is important and requires immediate attention. If you are in doubt as to the action you should take in relation to this notice, you should consult with your professional adviser for advice immediately.

Should you have any questions in relation to the above matters, please contact our registry on telephone 1300 850 805 or e-mail essential.registry@computershare.com.au.

Yours faithfully



John Rawling
Company Secretary

Offers of the Company's shares are made in the Prospectus dated 1 April 2009 which has been lodged with the Australian Securities and Investments Commission and ASX. Anyone wishing to acquire the Company's shares who is eligible to participate in the Rights Issue will need to complete an entitlement and acceptance (or application) form that will accompany the Prospectus. A copy of the Prospectus can be viewed on the website of ASX (www.asx.com.au), or the Company's website (www.benitec.com.au) or can be requested from the Company. Before deciding to acquire shares, you should read and consider the Prospectus in its entirety and, if any doubt, consult with your professional advisor.