

BENITEC LIMITED

ABN 64 068 943 662

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Australia

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www.benitec.com

11 August 2010

ASX Limited
Attention: Sarah Donnelly
20 Bridge Street
Sydney NSW 2000

Dear Ms Donnelly

BENITEC LIMITED (ASX CODE: BLT)

I refer to your letter dated 9 August 2010 in relation to the Company's Appendix 4C for the period ended 30 June 2010, released to ASX Limited on 28 July 2010, and respond to your questions as follows:

1. There are a number of factors which should be taken into account when assessing the Company's cash position. These matters have been previously announced to the market.
 - The Company entered into a USD\$6 million convertible note facility with La Jolla Cove Investors, Inc ("LJCI") in April 2010. By 30 June 2010, a total of USD\$500,000 had been received with a balance of USD\$5.5 million yet to be drawn down. The Company expects this facility will be drawn down at the rate of USD\$250,000 per month over a two year period. LJCI commenced partial conversion of the first convertible note in June 2010.
 - The Company has also entered into a \$640,000 convertible note facility with its major shareholder, Dr Christopher Bremner, to be drawn down as and when agreed by both parties.
2. The actual operating cash flows were as expected for the period. The Company expects to continue to have negative operating cash flows whilst it proceeds with its strategic plan, focusing on licensing and R&D collaborations, and patent prosecution and maintenance. Until such time as the Company is able to establish sufficient revenue from its activities, it is anticipated that funds will continue to be sought from shareholders and other sources of capital in order to continue funding the Company's operations.
3. As noted above, the Company continues to work on its strategic plan, focusing on licensing and R&D collaborations, and patent prosecution and maintenance. The Company anticipates that this work will gather pace following the decision of the re-examination hearing at the USPTO, expected within the next few weeks.

4. The Company confirms that it is in compliance with the Listing Rules, and in particular, Listing Rule 3.1.
5. The Company is fully compliant with Listing Rule 12.2 in terms of its financial condition being adequate to warrant the continued quotation of its securities and its continued listing.

Yours sincerely

A handwritten signature in black ink, appearing to read 'John Rawling', is centered below the text 'Yours sincerely'. The signature is fluid and cursive.

John Rawling
Company Secretary



ASX Compliance Pty Ltd
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20 Bridge Street
Sydney NSW 2000
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NSW 1215

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9 August 2010

John Rawling
Company Secretary
Benitec Limited
Level 16, 356 Collins Street
Melbourne Vic 3000

By Email

Dear John,

Benitec Limited (the "Company")

I refer to the Company's Quarterly Report in the form of Appendix 4C for the period ended 30 June 2010, released to ASX Limited ("ASX") on 28 July 2010 (the "Appendix 4C").

ASX notes that the Company has reported the following.

1. Receipts from product sales and related debtors of \$0.
2. Negative net operating cash flows for the quarter of \$844,000.
3. Cash at end of quarter of \$651,000.

In light of the information contained in the Appendix 4C please respond to each of the following questions.

1. It is possible to conclude on the basis of the information provided that if the Company were to continue to expend cash at the rate for the quarter indicated by the Appendix 4C the Company may only have sufficient cash to fund its activities for less than two quarters. Is this the case, or are there other factors that should be taken into account in assessing the Company's position?
2. Does the Company expect that in the future it will have negative operating cash flows similar to that reported in the Appendix 4C for the quarter and, if so, what steps has it taken to ensure that it has sufficient funds in order to continue its operations at that rate?
3. What steps has the Company taken, or what steps does it propose to take, to enable it to continue to meet its business objectives?
4. Can the Company confirm that it is in compliance with the listing rules, and in particular, listing rule 3.1?
5. Please comment on the Company's compliance with listing rule 12.2, with reference to the matters discussed in the note to the rule.

Australian Securities Exchange

Australian Stock Exchange
Sydney Futures Exchange

Australian Clearing House
SFE Clearing Corporation

ASX Settlement and Transfer Corporation
Austraclear

Listing rule 3.1

Listing rule 3.1 requires an entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. The exceptions to this requirement are set out in the rule.

In responding to this letter you should consult listing rule 3.1 and the guidance note titled "Continuous disclosure: listing rule 3.1".

If the information requested by this letter is information required to be given to ASX under listing rule 3.1 your obligation is to disclose the information immediately.

Your responsibility under listing rule 3.1 is not confined to, or necessarily satisfied by, answering the questions set out in this letter.

This letter and your response may be released to the market. If you have any concerns about your response being released, please contact me immediately. Your response should be sent to me by email to sarah.donnelly@asx.com.au or on facsimile number (02) 9241 7620. It should not be sent to the Company Announcements Office.

Unless the information is required immediately under listing rule 3.1, a response is requested as soon as possible and, in any event, not later than **9.30 a.m. AEST on Thursday, 12 August 2010**.

If you are unable to respond by the time requested you should consider a request for a trading halt in the Company's securities.

If you have any queries, please do not hesitate to contact me.

Yours sincerely,

(sent electronically without signature)

Sarah Donnelly
Senior Adviser, Issuers (Sydney)