



AGENIX LIMITED
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Website : www.agenix.net

SEC#82-5258



SUPPL

31 October 2003

US Securities and Exchange Commission
Attention: Filing Desk
450 Fifth Street NW
WASHINGTON DC 20549
USA

PROCESSED
NOV 19 2003
THOMSON
FINANCIAL



Dear Sir

Re: Submission Under Rule 12g3-2(b) - Agenix Limited

We refer to the attached announcements that was made to the Australian Stock Exchange on 31 October 2003.

We are providing a copy of this announcement by virtue of our requirements under Rule 12g3-2(b).

Yours sincerely

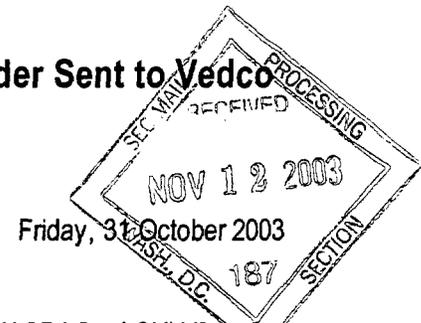
Neil Leggett
Company Secretary

DL 11/17



Company Announcement

Agenix Announces First Animal Health Product Order Sent to Vedco Distributors in USA



Brisbane-based biotechnology company Agenix Limited [ASX:AGX, NASDAQ: AGXLY] today announced it had despatched its first order of AGEN Animal Health product, worth A\$750,000, to its distributors, VedCo, in the USA.

The product will be sold by VedCo under its STATScreen™ brand. Distribution will begin in the US next week. This follows approval in October from the USDA for the new products. VedCo already has orders for the product from many wholesalers.

VedCo, one of the largest distributors of veterinary products and technologies in the United States, was appointed by Agenix as its US distributor in early September.

Don Home, Managing Director of AGEN's parent company Agenix, said that this first sale represented a milestone in the company's expansion plans in the USA. "VedCo, which is owned by ten major wholesalers in the US, has wonderful distribution capabilities, which will ensure strong ongoing sales performance for our products."

"This first order represents what we expect to be a very strong turnaround in our animal health sales," said AGEN's head of animal health, Paul MacLeman.

Agenix is in discussion with other distributors in USA to further increase market coverage of its products.

For more information contact:

Mr Donald Home
Managing Director
Agenix Limited
Ph: 61 7 3370 6300

Agenix Limited [ASX:AGX, NASDAQ: AGXLY] is a listed company based in Brisbane, Australia. It manufactures, distributes and markets human and veterinary diagnostic test kits, over-the-counter pharmaceuticals and infant care products via its wholly-owned subsidiaries AGEN Biomedical and Milton Pharmaceuticals. Agenix focuses on developing a horizontally-integrated product portfolio to service the needs of the acute phase thrombosis market. Agenix's lead candidate is its high-technology ThromboView®, blood clot-imaging project, which is currently undergoing human trials. ThromboView® uses radiolabelled antibodies to locate blood clots in the body. It could revolutionise the US \$3 billion global clot diagnostic imaging market. ThromboView® is being developed with the assistance of the Federal Government through its START scheme. Agenix employs 200 staff and sells its products to more than 50 countries. ThromboView® is a registered trademark of AGEN Biomedical.

ASIC

Australian Securities & Investments Commission



Change to company details

Form 484 - Corporations Act 2001

Section C

Section C may be lodged independently if no changes are to be notified via Sections A or B.

Use this form to notify ASIC of:

- C1 Change to share structure table
- C2 Issue of shares
- C3 Cancellation of shares
- C4 Changes to members' register

Related Forms

- 484 A - change of address, name (officeholders or members), details (ultimate holding company)
- 484 B - appoint/cease officeholder, change special purpose company status

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement.

Company details

Company name

AGENIX LIMITED

ACN/ABN

58 009 213 754

Is this document being lodged to update the Annual Company Statement that was sent to you?

Yes

No

Section C completion guide

Standard share codes

Refer to the following table for the share class codes for sections C1, C2, C3 and C4

| Share class code | Full title | Share class code | Full title |
|------------------|-----------------|------------------|--------------------------------------|
| A | A | PRF | preference |
| B | B...etc | CUMP | cumulative preference |
| EMP | employee's | NCP | non-cumulative preference |
| FOU | founder's | REDP | redeemable preference |
| LG | life governor's | NRP | non-redeemable preference |
| MAN | management | CRP | cumulative redeemable preference |
| ORD | ordinary | NCRP | non-cumulative redeemable preference |
| RED | redeemable | PARP | participative preference |
| SPE | special | | |

If you are using the standard share class codes you do not need to provide a full title for the shares.

If you are not using the standard share class code, enter a code of no more than 4 letters and then show the full title.

Continues on next page ...

Sections to complete

Use the table below to identify the sections of this form to complete (please indicate the sections that have been completed).

Completion of this table is optional

| | | C1 - Change to share structure table | C2 - Issue of shares | C3 - Cancellation of shares | C4 - Change to members register |
|--|--|--------------------------------------|----------------------|-----------------------------|---------------------------------|
| Issue of shares | | | | | |
| <input type="checkbox"/> | Proprietary company | ✓ | ✓ | Not required | ✓ |
| <input type="checkbox"/> | Public company | | | | |
| <input type="checkbox"/> | if in response to the Annual company statement | ✓ | ✓ | Not required | ✓ |
| <input type="checkbox"/> | if not in response to the Annual company statement | Not required | ✓ | Not required | Not required |
| Cancellation of shares | | | | | |
| <input type="checkbox"/> | Proprietary company | ✓ | Not required | ✓ | ✓ |
| <input type="checkbox"/> | Public company | | | | |
| <input type="checkbox"/> | if in response to the Annual company statement | ✓ | Not required | ✓ | ✓ |
| <input type="checkbox"/> | if not in response to the Annual company statement | Not required | Not required | ✓ | Not required |
| Transfer of shares | | | | | |
| <input type="checkbox"/> | Proprietary company | Not required | Not required | Not required | ✓ |
| <input type="checkbox"/> | Public company | | | | |
| <input type="checkbox"/> | if in response to the Annual company statement | Not required | Not required | Not required | ✓ |
| <input type="checkbox"/> | if not in response to the Annual company statement | Not required | Not required | Not required | Not required |
| Changes to amounts paid | | | | | |
| <input type="checkbox"/> | Proprietary company | ✓ | Not required | Not required | ✓ |
| <input type="checkbox"/> | Public company | | | | |
| <input type="checkbox"/> | if in response to the Annual company statement | ✓ | Not required | Not required | ✓ |
| <input type="checkbox"/> | if not in response to the Annual company statement | Not required | Not required | Not required | Not required |
| Changes to beneficial ownership | | | | | |
| <input type="checkbox"/> | Proprietary company | Not required | Not required | Not required | ✓ |
| <input type="checkbox"/> | Public company | | | | |
| <input type="checkbox"/> | if in response to the Annual company statement | Not required | Not required | Not required | ✓ |
| <input type="checkbox"/> | if not in response to the Annual company statement | Not required | Not required | Not required | Not required |

To notify ASIC about a division or conversion of a class of shares, you must lodge a form 211.

To notify ASIC about a conversion of shares into larger or smaller numbers, you must lodge a form 2205.

C1 Change to share structure table

Where the share class has changed (eg. as a result of the issue or cancellation of shares), please show the updated details for this share class in the table below. Details of share classes that have not changed are not required here.

| Share class code | Full title if not standard | Total number issued | Total amount paid on these shares | Total amount unpaid on these shares |
|------------------|----------------------------|---------------------|-----------------------------------|-------------------------------------|
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Earliest date of change

Please indicate the earliest date that any of the above changes occurred.

/ /
 [D D] [M M] [Y Y]

C2 Issue of shares

List details of new share issues in the following table.

| Share class code | Number of shares issued | Amount paid per share | Amount unpaid per share |
|------------------|-------------------------|-----------------------|-------------------------|
| | | | |
| | | | |
| | | | |
| | | | |
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| | | | |

Earliest date of change

Please indicate the earliest date that any of the above changes occurred.

/ /
 [D D] [M M] [Y Y]

If shares were issued for other than cash, were some or all of the shares issued under a written contract?

Yes (if yes, proprietary companies must also lodge a Form 207Z certifying that all stamp duties have been paid. Public companies must also lodge a Form 207Z and either a Form 208 or a copy of the contract.)

No (if no, proprietary companies are not required to provide any further documents with this form. Public companies must also lodge a Form 208.)

C3 Cancellation of shares

Reason for cancellation
Please indicate the reason the shares have been cancelled (select one or more boxes)

Redeemable preference shares - S.254J

- Redeemed out of profits
- Redeemed out of proceeds of a fresh issue of shares

Capital reduction - S.256A - S.266E

- Single shareholder company
- Multiple shareholder company. A Form 2560 must be lodged before a capital reduction takes place

Share buy-back - ss.257H(3)

- Minimum holding buy-back only
- Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and not more than 1 year before the share buy-back can take place

Forfeited shares - S.258D

Shares returned to a public company - ss.258E(2) & (3)

- Under section 651C, 724(2), 737 or 738
- Under section 1325A (court order)

Other

Description

Give section reference

Details of cancelled shares

List the details of shares cancelled in the following table

| Share class code | Number of shares cancelled | Amount paid (cash or otherwise) |
|------------------|----------------------------|---------------------------------|
| ORD | 57,175 | \$ 30,874.50 |
| | | |
| | | |
| | | |
| | | |

Earliest date of change

Please indicate the earliest date that any of the above changes occurred

16 / 10 / 03
[D D] [M M] [Y Y]

C4 Changes to the register of members

Use this section to notify changes to the register of members for your company (changes to the shareholdings of members):

- If there are 20 members or less in a share class, all changes need to be notified;
- If there are more than 20 members in a share class, only changes to the top twenty need be notified (s 178B);
- If shares are jointly owned, provide names and addresses of all joint-owners on a separate sheet, clearly indicating the share class and with whom the shares are jointly owned.

Please complete a separate section below for each member

The changes apply to

Please indicate the name and address of the member whose shareholding has changed

| | | |
|--------------------------|---------------------------------------|----------------------------|
| <input type="checkbox"/> | Family name | Given names |
| | <input type="text"/> | <input type="text"/> |
| OR | | |
| <input type="checkbox"/> | Company name | |
| | <input type="text"/> | |
| | ACN/ARBN/ABN | |
| | <input type="text"/> | |
| | Office, unit, level, or PO Box number | |
| | <input type="text"/> | |
| | Street number and Street name | |
| | <input type="text"/> | |
| | Suburb/City | State/Territory |
| | <input type="text"/> | <input type="text"/> |
| | Postcode | Country (if not Australia) |
| | <input type="text"/> | <input type="text"/> |

The changes are

| Share class code | Shares increased by ... (number) | Shares decreased by ... (number) | Number now held | Total \$ paid on these shares | Total \$ unpaid on these shares | Fully paid (y/n) | Beneficially held (y/n) | Top 20 member (y/n) |
|------------------|-------------------------------------|-------------------------------------|-----------------|-------------------------------|---------------------------------|------------------|-------------------------|---------------------|
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

Earliest date of change

Please indicate the earliest date that any of the above changes occurred

Date
 / /
 [D D] [M M] [Y Y]

Date of entry of member's name in register
 (New members only)

Date
 / /
 [D D] [M M] [Y Y]

C4 Continued... Further changes to the register of members

The changes apply to

Please indicate the name and address of the member whose shareholding has changed

Family name Given names

OR

Company name

ACN/ARBN/ABN

Office, unit, level, or PO Box number

Street number and Street name

Suburb/City State/Territory

Postcode Country (if not Australia)

The changes are

| Share class code | Shares increased by ... (number) | Shares decreased by ... (number) | Number now held | Total \$ paid on these shares | Total \$ unpaid on these shares | Fully paid (y/n) | Beneficially held (y/n) | Top 20 member (y/n) |
|------------------|-------------------------------------|-------------------------------------|-----------------|-------------------------------|---------------------------------|------------------|-------------------------|---------------------|
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| | | | | | | | | |

Earliest date of change

Please indicate the earliest date that any of the above changes occurred

Date
 / /
 [D D] [M M] [Y Y]

Date of entry of member's name in register

(New members only)

Date
 / /
 [D D] [M M] [Y Y]

C4 Continued... Further changes to the register of members

The changes apply to

Please indicate the name and address of the member whose shareholding has changed

Family name Given names

OR

Company name

ACN/ARB/ABN

Office, unit, level, or PO Box number

Street number and Street name

Suburb/City State/Territory

Postcode Country (if not Australia)

The changes are

| Share class code | Shares increased by ... (number) | Shares decreased by ... (number) | Number now held | Total \$ paid on these shares | Total \$ unpaid on these shares | Fully paid (y/n) | Beneficially held (y/n) | Top 20 member (y/n) |
|------------------|-------------------------------------|-------------------------------------|-----------------|-------------------------------|---------------------------------|------------------|-------------------------|---------------------|
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

Earliest date of change

Please indicate the earliest date that any of the above changes occurred

Date / /
[D D] [M M] [Y Y]

Date of entry of member's name in register
(New members only)

Date / /
[D D] [M M] [Y Y]

C4 Continued... Further changes to the register of members

The changes apply to

Please indicate the name and address of the member whose shareholding has changed

Family name Given names

OR

Company name

ACN/ARBN/ABN

Office, unit, level, or PO Box number

Street number and Street name

Suburb/City State/Territory

Postcode Country (if not Australia)

The changes are

| Share class code | Shares increased by ... (number) | Shares decreased by ... (number) | Number now held | Total \$ paid on these shares | Total \$ unpaid on these shares | Fully paid (y/n) | Beneficially held (y/n) | Top 20 member (y/n) |
|------------------|-------------------------------------|-------------------------------------|-----------------|-------------------------------|---------------------------------|------------------|-------------------------|---------------------|
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

Earliest date of change

Please indicate the earliest date that any of the above changes occurred

Date

/ /

[D D] [M M] [Y Y]

Date of entry of member's name in register

(New members only)

Date

/ /

[D D] [M M] [Y Y]

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

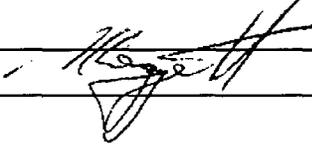
Name

NEIL LEGGETT

Capacity

- Director
 Company secretary

Signature



Date signed

28 / 10 / 03
[D D] [M M] [Y Y]

Lodging party details

Please notify the registered agent details (if applicable) and to whom queries about this form should be directed.

Registered Agent details

If this form is being lodged by an ASIC registered agent, please complete agent name and number:

ASIC registered agent name

ASIC registered agent number

Queries about this form

You can nominate an officeholder, lodging party or ASIC registered agent

If there is a query regarding this form, ASIC should contact (Choose one of the following)

- Signatory above
 ASIC registered agent above
 Name of lodging party

AGAMIX LIMITED

Office, unit, level, or PO Box number

Street number and Street name

11 DURBELL STREET

Suburb/City

ACACIA RIDGE

State/Territory

QLD

Postcode

4110

Country (if not Australia)

DX Number

DX City/suburb

Telephone number

Mail

Send completed and signed forms to:
Australian Securities & Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

For help or more information

Telephone 03 5177 3988
Email info.enquiries@asic.gov.au
Web www.asic.gov.au/easyfodge

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.

Name of entity

AGENIX LIMITED

ABN

58 009 213 754

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|----------------------------|
| 1 | +Class of +securities issued or to be issued | Ordinary fully paid shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 816,000 |
| 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) | Ordinary fully paid shares |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

4 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

Yes

5 Issue price or consideration

\$0.33

6 Purpose of the issue
 (If issued as consideration for the acquisition of assets, clearly identify those assets)

Exercise of employee options

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

24 October 2003

| | Number | +Class |
|---|-------------|----------------------------|
| 8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable) | 155,498,440 | Ordinary fully paid shares |

+ 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) | 250,000 | Options Expiry date: 24/11/04 Exercise price: \$0.40 |
| | 2,134,900 | Employee options Expiry date: 19/07/07 Exercise price: \$0.33 |
| | 75,000 | Employee options Expiry date: 25/07/08 Exercise price: \$0.44 |
| | 2,618,125 | Employee options Expiry date: 25/07/08 Exercise price: \$0.34 |
| | 3,597,500 | Employee options Expiry date: 25/07/09 Exercise price: \$0.42 |
| | 250,000 | Options Expiry date: 17/03/08 Exercise price: \$0.40 |
| | 8,925,525 | Total |

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

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 +Class of +securities to which the offer relates

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 15 +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
- 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

+ 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 *security 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 *in full* through a broker?
- 31 How do *security holders sell *part* of their entitlements through a broker and accept for the balance?

+ See chapter 19 for defined terms.

32 How do ⁺security holders dispose of their entitlements (except by sale through a broker)?

33 ⁺Despatch date

Part 3 - Quotation of securities

You need 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

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

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

⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of securities for which
+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)

| | Number | +Class |
|---|--------|--------|
| 42 Number and +class of all +securities quoted on ASX (including the securities in clause 38) | | |

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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.

+ See chapter 19 for defined terms.

- 3 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.
- 4 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.

Neil Leggett
COMPANY SECRETARY
31 October 2003

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+ See chapter 19 for defined terms.

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.

Name of entity

AGENIX LIMITED

ABN

58 009 213 754

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|---|
| 1 | +Class of +securities issued or to be issued | (a) Employee options (b) Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (a) 3,597,000 (b) 250,000 |
| 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) | (a) Employee options Exercise price: \$0.42 Expiry date: 21/07/09 (b) Options under legal agreement Exercise price: \$0.40 Expiry date: 17/03/08 |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

| <p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • 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 | <p>Options will rank equally with ordinary shares only when exercised. Options do not participate in dividends.</p> | | | | |
|--|--|--------|--------|-------------|----------------------------|
| <p>5 Issue price or consideration</p> | <p>-</p> | | | | |
| <p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p> | <p>(a) Issued under Employee Option Plan approved by shareholders on 8 June 2001.</p> <p>(b) Consideration for services</p> | | | | |
| <p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p> | <p>(a) and (b) 23/10/03</p> | | | | |
| <p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p> | <table border="1"> <thead> <tr> <th data-bbox="695 1318 980 1360">Number</th> <th data-bbox="980 1318 1261 1360">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="695 1360 980 1537">154,682,440</td> <td data-bbox="980 1360 1261 1537">Ordinary fully paid shares</td> </tr> </tbody> </table> | Number | +Class | 154,682,440 | Ordinary fully paid shares |
| Number | +Class | | | | |
| 154,682,440 | Ordinary fully paid shares | | | | |

+ 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) | 250,000 | Options Expiry date: 24/11/04 Exercise price: \$0.40 |
| | 2,257,900 | Employee options Expiry date: 19/07/07 Exercise price: \$0.33 |
| | 75,000 | Employee options Expiry date: 25/07/08 Exercise price: \$0.44 |
| | 2,715,625 | Employee options Expiry date: 25/07/08 Exercise price: \$0.34 |
| | 3,597,500 | Employee options Expiry date: 25/07/09 Exercise price: \$0.42 |
| | 250,000 | Options Expiry date: 17/03/08 Exercise price: \$0.40 |
| | 9,146,025 | Total |

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

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 +Class of +securities to which the offer relates

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

15 +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

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

+ See chapter 19 for defined terms.

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

+ See chapter 19 for defined terms.

32 How do +security holders dispose of their entitlements (except by sale through a broker)?

33 +Despatch date

Part 3 - Quotation of securities

You need 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

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

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

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of securities for which
+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)

| | Number | +Class |
|---|--------|--------|
| 42 Number and +class of all +securities quoted on ASX (including the securities in clause 38) | | |

+ See chapter 19 for defined terms.

Quotation agreement

Not applicable – options are not to be quoted.

Neil Leggett
COMPANY SECRETARY
31 October 2003

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+ See chapter 19 for defined terms.