

Level 8, 261 George Street
Sydney NSW 2000
Tel: (61-2) 9247 8212
Fax: (61-2) 9247 3932
E-mail: pnightingale@biotron.com.au
Website: www.biotron.com.au

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of members is to be convened at Level 5, 207 Kent Street, Sydney, NSW, 2000 on 5 October 2007 at 11.00 am.

AGENDA

ORDINARY BUSINESS

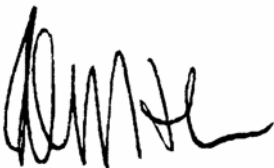
To receive and consider the Company's annual financial report, the directors' report and the auditors' report for the year ended 30 June 2007.

To consider and, if thought fit, pass the following resolutions, with or without amendment:

- Resolution 1.** 'That the Remuneration Report for the year ended 30 June 2007 be and is hereby adopted.'
- Resolution 2.** 'That Mr Bruce Hundertmark be and is hereby re-elected as a Director.'
- Resolution 3.** 'That Mr Peter G. Scott be and is hereby re-elected as a Director.'

To transact any other business that may be brought forward in accordance with the Company's Constitution.

By order of the Board



Peter J. Nightingale
Company Secretary

3 September 2007

pjn3998

EXPLANATORY MEMORANDUM

This is the Explanatory Memorandum Notice referred to in the Notice of Annual General Meeting of Biotron Limited to be convened at Level 5, 207 Kent Street, Sydney, NSW, 2000 on 5 October 2007 at 11.00 am.

Resolution 1 Adoption of the Remuneration Report

The Remuneration Report, which can be found as part of the Directors' Report in the Company's 2007 Annual Report, contains certain prescribed details, sets out the policy adopted by the Board of Directors and discloses the payments to key management personnel, Directors and senior executives.

In accordance with section 250R of the Corporations Act, a resolution that the Remuneration Report be adopted must be put to the vote. The resolution is advisory only and does not bind Directors.

Resolution 2 Re-election of Bruce Hundertmark as a Director

In accordance with Article 58 of the Company's Constitution and the Corporations Law, Bruce Hundertmark retires as a Director by rotation and, being eligible, offers himself for re-election.

Resolution 3 Re-election of Peter G. Scott as a Director

In accordance with Article 58 of the Company's Constitution and the Corporations Law, Peter G. Scott retires as a Director by rotation and, being eligible, offers himself for re-election.

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FORM OF PROXY

I/we
of
being a member/members of Biotron Limited HEREBY APPOINT

.....
or failing him, the Chairman of the Meeting, as my/our Proxy to vote for me/us and on my/our behalf at the Annual General Meeting of Members of the Company to be held at 11.00 am on 5 October 2007 and at any adjournment thereof.

The Proxy is directed by me/us to vote as indicated by the marks in the appropriate boxes below:

RESOLUTION	FOR	AGAINST	ABSTAIN
1. Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Re-election of Bruce Hundertmark as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-election of Peter G. Scott as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If no directions are given, the Proxy may vote as the Proxy thinks fit or may abstain.

If you do not wish to direct your Proxy how to vote, please place a mark in the box:

By marking this box, you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him other than as proxy holder will be disregarded because of that interest. The Chairman intends to vote undirected proxies in favour of each item.

Dated this day of 2007

Signatures of Member(s)

THE COMMON SEAL of A.C.N.

was hereunto affixed in accordance with

its Constitution in the presence of:

Director

Secretary

PROXY INSTRUCTIONS

1. A member entitled to attend and vote is entitled to appoint not more than 2 proxies.
2. Where more than 1 proxy is appointed, each proxy must be appointment to represent a specified proportion of the member's voting rights.
3. A proxy need not be a member.
4. Companies must sign under seal.
5. All joint holders must sign.
6. All executors of deceased estates must sign.
7. The Company has determined, in accordance with regulation 7.11.37 of the Corporations Regulations 2001 (Cth), that the Company's shares quoted on the Australian Stock Exchange Limited at 7.00 pm Sydney time on 3 October 2007 are taken, for the purposes of the Annual General Meeting to be held by the persons who held them at that time. Accordingly, those persons are entitled to attend and vote (if not excluded) at the meeting.
8. Proxy forms must be received at the Company's registered office, Level 8, 261 George Street, Sydney, NSW, 2000, or by facsimile on (61-2) 9247 3932, not less than 48 hours before the time appointed for holding the meeting.

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