

SUPPLEMENTARY PROSPECTUS

BIODIEM LIMITED

ABN 20 096 845 993

IMPORTANT NOTICE

This Supplementary Prospectus is dated 9 April 2014 and was lodged with the Australian Securities and Investments Commission on that date. This Supplementary Prospectus supplements the Replacement Prospectus dated 18 March 2014 (“the Prospects”) issued by BioDiem Limited and lodged with the Australian Securities and Investments Commission on that date.

This Supplementary Prospectus must be read in conjunction with the Prospectus.

The Australian Securities and Investments Commission takes no responsibility for the contents of this Supplementary Prospectus or the Prospectus.

Terms used in this Supplementary Prospectus have the same meaning as in the Prospectus unless otherwise defined or the contrary intention appears.

EXTENSION OF THE OFFER CLOSING DATE TO 17 APRIL 2014

The Closing Date of the Offer has been extended to 17 April 2014.

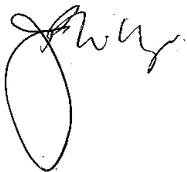
All references to the Closing Date in the Prospectus are amended by deleting the date “9 April 2014” and replacing it with the date “17 April 2014”. All references to the dates for the anticipated Issue of Shares and despatch of confirmation of the number of Shares issued are amended by deleting the date “16 April 2014” and replacing it with the date “29 April 2014”.

The Company reserves the right to close the offer at any time before the extended Closing Date or to further extend the Offer without prior notice.

DIRECTORS’ CONSENT

Each of the Directors of BioDiem Limited has consented to the lodgement of this Supplementary Prospectus with the Australian Securities and Investments Commission.

Signed for and on behalf of BioDiem Limited:

A handwritten signature in black ink, appearing to read 'Julie Phillips', written over a large, faint, oval-shaped watermark or background mark.

Julie Phillips
Chief Executive Officer & Director