

BIOSCIENCE BRANDS LIMITED
(Registration number 2005/005805/07)
("BioScience" or "the Company")
Incorporated in the Republic of South Africa
Share code: BIO
ISIN code: ZAE000115036

**EXERCISE OF OPTION BY THEBE MEDICARE (PTY) LTD ("Thebe") AND INCREASE IN
SECURITIES HELD BY DIRECTORS**

In terms of the circular dated 13 August 2008 and as approved by shareholders on 01 September 2008, Thebe has the right, but not the obligation, to subscribe for up to a maximum number of 571 428 571 additional shares at 3.5 cents per share through the injection of cash or brands, on or before 31 August 2009. Thebe will exercise their option through the injection of Thebe owned and licensed consumer brands pursuant to the independent valuation of the brands. The independent valuation, jointly and severally, will be on the same basis on which the acquisition of Bioharmony and Muscle Science were valued, being the requirement for any such brand to yield an internal return of 21.3% after tax. The brands to be injected into the Company are as follows:

Brand	Value (Rand)	No. of shares
Nuby	2 614 606	74 702 943
Dylon	480 579	13 730 829
Baby Club	1 755 849	50 167 114
Affinity and 3 Flowers	148 969	4 256 257
Total	5 000 000	142 857 143

The issue of shares will be subject to any amendment required following an independent valuation as well as the limit as detailed in the abovementioned circular to shareholders. Based on the above the Thebe directors' interests through their shareholding in Thebe will increase as follows:

Name of director:	Y Bhayat
Name of company:	BioScience Brands Limited
Date of transaction:	01 September 2009
Class of securities:	Ordinary shares
Number of securities:	22 400 000
Nature of transaction:	Purchase
Purchase price:	3.5 cents per share
Total value of transaction:	R784 000.00
Extent of interest:	Indirect Beneficial
Percentage of interest	0.38%

Name of director:	J Black
Name of company:	BioScience Brands Limited
Date of transaction:	01 September 2009
Class of securities:	Ordinary shares
Number of securities:	9 142 857
Nature of transaction:	Purchase
Purchase price:	3.5 cents per share
Total value of transaction:	R320 000.00
Extent of interest:	Indirect Beneficial
Percentage of interest	0.38%

Shareholders will be advised in the event that any reduction arises from the independent valuation referred to above.

Durban

03 September 2009

DESIGNATED ADVISOR

PricewaterhouseCoopers Corporate Finance (Pty) Ltd