



PRESS RELEASE

TSX symbol: BX

**BIOX CORPORATION SHAREHOLDERS APPROVE PREVIOUSLY
ANNOUNCED PLAN OF ARRANGEMENT**

TORONTO, September 7, 2017 - BIOX Corporation ("**BIOX**" or the "**Corporation**") (TSX: BX) today announces the results of its special meeting (the "**Special Meeting**") of holders of the common shares of BIOX (the "**Shareholders**") held today. At the Special Meeting, Shareholders passed a resolution to approve the Corporation's previously announced arrangement under the *Canada Business Corporations Act* (the "**Arrangement**") with FP Resources Limited and CFFI Ventures Inc. (collectively, the "**Acquiror Group**") and 10293547 Canada Limited (the "**Purchaser**"), a wholly-owned indirect subsidiary of CFFI Ventures Inc. Under the Arrangement, all of the issued and outstanding common shares of BIOX (the "**Common Shares**") will be acquired by the Purchaser for cash consideration of \$1.23 per Common Share (the "**Consideration**"), other than Common Shares held by the Acquiror Group and certain Shareholders which will be exchanged for common shares of the Purchaser pursuant to the Arrangement.

The required shareholder approval thresholds were met, with the Arrangement being approved by (i) approximately 99.95% of the votes cast by Shareholders present in person or represented by proxy at the Special Meeting, and (ii) approximately 99.89% of the votes cast by Shareholders, other than those votes that were required to be excluded for the purposes of minority approval under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions*. Approximately 83.87% of the Common Shares were represented in person or by proxy at the Special Meeting.

Completion of the Arrangement is subject to the receipt of a final order of the Ontario Superior Court of Justice (the "**Court**"), which is expected to be sought on September 13, 2017. In addition, certain closing conditions customary in transactions of this nature are required in order for the Arrangement to occur. Provided that approval of the Court is granted and all other closing conditions are satisfied or waived, BIOX expects the Arrangement to be completed later in September 2017 and the Common Shares will be de-listed from the Toronto Stock Exchange thereafter.

About BIOX Corporation

BIOX is a renewable energy company that owns and operates 287.5 million litres of nameplate biodiesel production capacity at plants located in Houston, Texas and two facilities in southern Ontario. BIOX has an innovative, proprietary and patented production process that is capable of producing the highest quality, renewable, clean burning and biodegradable biodiesel fuel utilizing a variety of feedstocks - from pure seed oils to animal fats to recovered vegetable oils with no change to the production process. BIOX's high quality biodiesel fuel meets North American (ASTM D-6751) quality standards.

Forward-looking Statements

This press release contains forward-looking information within the meaning of applicable securities laws that reflects the current expectations of management of BIOX regarding the Arrangement and its consummation, including whether conditions to the consummation of the

Arrangement will be satisfied, the final approval of the Arrangement from the Ontario Superior Court of Justice and the timing for completing the Arrangement. The words “may”, “would”, “could”, “should”, “will”, “anticipate”, “believe”, “plan”, “expect”, “intend”, “estimate”, “aim”, “endeavour”, “project”, “continue”, “predict”, “potential”, or the negative of these terms or other similar expressions have been used to identify these forward-looking statements.

Forward-looking statements are based upon a number of assumptions and are subject to a number of known and unknown risks and uncertainties, many of which are beyond management's control, and that could cause actual results to differ materially from those that are disclosed in or implied by such forward-looking statements. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those expected or estimated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. The following factors could cause actual results to differ materially from those discussed in the forward-looking information: failure to satisfy the conditions to completion of the Arrangement, including court approval and the occurrence of any event, change or other circumstance that could give rise to the termination of the arrangement agreement entered into among the Acquiror Group, the Purchaser and the Corporation dated July 5, 2017.

Additional risks and uncertainties regarding BIOX are described in its publicly available disclosure documents, as filed by BIOX on SEDAR (www.sedar.com) except as updated herein. This forward-looking information represents management's views as of the date of this press release. While subsequent events and developments may cause such views to change, BIOX does not intend to update this forward-looking information, except as required by applicable securities laws.

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