



24 September 2020

Dear Option holder

BIONOMICS LIMITED – EQUITY RAISING NOTIFICATION TO OPTION HOLDERS

On 24 September 2020, Bionomics Limited (ABN 53 075 582 740) (ASX: BNO) (**Bionomics or Company**) announced a 1 for 12.54 accelerated pro rata non-renounceable entitlement offer of fully paid ordinary shares in the Company (**New Share**) at an offer price of A\$0.04 per New Share to raise approximately A\$2,173,320 (before costs) (**Equity Raising**).

The Equity Raising comprises an accelerated institutional entitlement component (**Institutional Entitlement Offer**) and a retail entitlement component (**Retail Entitlement Offer**).

The Equity Raising is being made by the Company without a disclosure document in accordance with section 708AA of the *Corporations Act 2001* (Cth) (**Corporations Act**) (as modified by ASIC Corporations Instrument 2016/84).

Details of the Equity Raising

The proceeds of the Equity Raising will be used to part fund development activities leading up to and including a second Phase 2 trial by the Company in Post-Traumatic Stress Disorder.

Further information in relation to the Equity Raising has been disclosed to the ASX.

Further details about the Equity Raising, including an Investor Presentation, will also be set out in a Retail Offer Booklet relating to the Retail Entitlement Offer (**Retail Offer Booklet**), which will be lodged with the ASX and despatched to Eligible Retail Shareholders (as defined below) on 1 October 2020.

Eligible Shareholders

The Equity Raising is only being made to Eligible Shareholders, meaning a person who:

- is registered as the holder existing fully paid ordinary Bionomics shares at 6.30pm (Adelaide time) on Monday, 28 September 2020 (**Record Date**);
- has a registered address on Bionomics' share register in Australia or New Zealand or certain foreign jurisdictions determined by the Directors (as described in the 'International Offer Restrictions' section of the Investor Presentation lodged with ASX on Thursday, 24 September 2020);
- is not in the United States and is not a U.S. person (including nominees or custodians) acting for the account or benefit of a U.S. person; and
- is eligible under all applicable securities laws to receive an offer under the Equity Raising without any requirement for a prospectus or offer document to be lodged or registered.

Your options

You hold options over unissued shares in Bionomics. This letter is to inform you that your options do not entitle you to participate in the Equity Raising. To participate in the Equity Raising in respect of your options, you will need to exercise your options (if vested) and be entered onto

Bionomics' share register as a shareholder prior to the Record Date, being 6.30pm (Adelaide time) on Monday, 28 September 2020.

If you are considering exercising options, please consider carefully if you should do so bearing in mind your personal circumstances, including considering the exercise price for any option which may be above the current ASX price for Bionomics' shares and above the issue price under the Equity Raising. Please also refer to Bionomics' announcements to ASX in relation to the Equity Raising, which were released earlier today.

If you do not wish to participate in the Equity Raising in respect of your options, you do not need to take any action.

This letter is only intended to inform you of your rights in relation to your options. This letter is not an offer or an invitation to acquire shares in Bionomics or to participate in the Equity Raising.

INDICATIVE TIMETABLE

Event	Date
Trading Halt; announcement of Institutional Entitlement Offer; opening of Institutional Entitlement Offer	Thursday, 24 September 2020
Institutional Entitlement Offer closes	Friday, 25 September 2020
Announcement of results of Institutional Entitlement Offer	Monday, 28 September 2020
Trading halt lifted – shares recommence trading on ASX on an "ex entitlement" basis	Monday, 28 September 2020
Record Date	6.30pm (Adelaide time), Monday, 28 September 2020
Retail Offer Booklet (including Entitlement and Acceptance Form) despatched and Retail Entitlement Offer opens	Thursday, 1 October 2020
Settlement of Institutional Entitlement Offer	Monday, 5 October 2020
Normal trading of New Shares under the Institutional Entitlement Offer	Tuesday, 6 October 2020
Retail Entitlement Offer closes	5.00pm (Adelaide time), Thursday, 15 October 2020
Announcement of results of Retail Entitlement Offer	Tuesday, 20 October 2020
Allotment of New Shares under the Retail Entitlement Offer	Thursday, 22 October 2020
Commencement of trading of New Shares issued under the Retail Entitlement Offer	Friday, 23 October 2020

All dates and times are subject to change. Bionomics reserves the right to amend at any time any or all of these dates and times or to withdraw the Entitlement Offer, subject to the Corporations Act, the ASX Listing Rules and other applicable laws. In particular, Bionomics reserves the right to extend the closing date for the Retail Entitlement Offer, or to accept late applications under the Retail Entitlement Offer without prior notice.

FURTHER INFORMATION

If you have any questions in relation to any of the above matters please contact the Bionomics Offer Information Line on 1300 556 161 (within Australia) or +61 3 9415 4000 (outside Australia) between 8.30 am and 5.00 pm (Adelaide time) Monday to Friday.

You may also wish to contact your stockbroker, accountant or other professional adviser.

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