

**Bionomics**  
ABN 53 075 582 740



Limited

## Return your Form and Share Certificate:



### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 52  
Melbourne Victoria 3001  
Australia

## For all enquiries:

Baker Young  
GPO Box 1672  
Adelaide, South Australia 5001  
Australia

### Phone:

+61 8 8236 8899  
(Monday - Friday 9:00am - 5:00pm (ACST))  
Bionomics@bakeryoung.com.au

## Voluntary Sale Facility - Sale Election Form



**If you wish to participate in the Voluntary Sale Facility, you must return (i) this Sale Election Form and (ii) your Share Certificate by 5:00pm (AEDT) on Friday, 8 December 2023**

This is an important document that requires your immediate attention. This form can only be used in relation to the shareholding represented by the details printed above and overleaf. You should refer to the terms and conditions and other documents that accompanied this form. If you are in doubt about how to deal with this form, please contact your financial, legal, tax or other professional advisor.

### Step 1: Your Shareholding Details

Use this form only if you wish to participate in the Voluntary Sale Facility for ALL your Shares in Bionomics Limited.

Please check the details provided and update your address via [www.investorcentre.com/au](http://www.investorcentre.com/au) if any of the details are incorrect.

### Step 2: U.S. Shareholder Confirmation

Check the appropriate box to indicate whether or not you are a "U.S. Shareholder" (defined below) or are acting on behalf of a U.S. Shareholder. If you indicate you are, or are acting on behalf of, a U.S. Shareholder, please read the Shareholder Communication dated 7 September 2023 and contact the Bionomics Information Line on +61 8 8236 8899 to obtain an Internal Revenue Service ("IRS") Form W-9 or Form W-8 (as applicable).

For purposes of this Sale Election Form, a "U.S. Shareholder" is a beneficial owner of Shares (including Shares represented by ADSs) that is, for U.S. federal income tax purposes, (i) an individual who is a citizen or resident alien of the United States, (ii) a corporation or other entity treated as a corporation created or organized under the laws of the United States, (iii) an estate the income of which is subject to U.S. federal income tax regardless of its source or (iv) a trust if (a) a court within the United States is able to exercise primary supervision over the administration of the trust, and one or more United States persons have the authority to control all substantial decisions of the trust or (b) it has a valid election in effect to be treated as a United States person. Shareholders that are, or hold their Shares (including Shares represented by ADSs) through, partnerships and other pass-through entities or arrangements should consult their tax advisors regarding their treatment for purposes of these instructions.

### Privacy Notice

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited ("CIS") for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. We may also use your personal information to send you marketing material approved by Bionomics Limited. You may elect not to receive marketing material by contacting CIS using the details provided on the front of this form or by emailing [privacy@computershare.com.au](mailto:privacy@computershare.com.au). We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf upon direction by Bionomics Limited where related to the administration of your securityholding or as otherwise required or permitted by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at [privacy@computershare.com.au](mailto:privacy@computershare.com.au) or see our Privacy Policy at <http://www.computershare.com/au>.

### Step 3: Signing Instructions

**Individual:** Where the holding is in one name, the Shareholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the Shareholders must sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney to be used to execute this Sale Election Form with the share registry, please attach a certified photocopy of the Power of Attorney to this Sale Election Form when you return it.

**Companies:** Where the company has a sole director who is also the sole company secretary, this Sale Election Form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act) does not have a company secretary, a sole director can also sign alone. Otherwise this Sale Election Form must be signed by a director jointly with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Where this form is signed by a duly authorised person or persons of a company, such authorisation must have been sighted at the share registry. Delete or replace titles as applicable.

**Overseas Companies:** Where the holding is in the name of an overseas company (companies incorporated outside Australia) this Sale Election Form must be signed as above, or documentation must be provided showing that the company can sign in an alternate manner.

**Deceased Estate:** All executors must sign and a certified copy of Probate or Letters of Administration must accompany this Sale Election Form.

**Contact Details:** Entering contact details is not compulsory, but will assist us if we need to contact you.

**IMPORTANT:** Your Share Certificate/s **MUST** be enclosed when returning your Sale Election Form.

### Nominees and Custodians:


Complete the relevant section overleaf.

**Turn over to complete the form** →

# Voluntary Sale Facility - Sale Election Form

STEP 1

## Shareholder Details

 For your security keep your SRN/  
HIN confidential.

Shareholding as at 28 August 2023:

STEP 2

## U.S. Shareholder Confirmation *This section MUST be completed for your Sale Facility Election to be valid.*

**U.S. STATUS - Indicate whether you are a "U.S. Shareholder" (as defined above) or are acting on behalf of a U.S. Shareholder.**

**I am not a U.S. Shareholder**

The Securityholder signing below represents that it is not a U.S. Shareholder and is not acting on behalf of a U.S. Shareholder.

**I am a U.S. Shareholder**

The Securityholder signing below represents that it is a U.S. Shareholder or is acting on behalf of a U.S. Shareholder.

If you are a U.S. Shareholder or are acting on behalf of a U.S. Shareholder, then in order to avoid backup withholding of U.S. federal income tax in respect of the gross cash consideration receivable pursuant to the Voluntary Sale Facility, you must provide a complete IRS Form W-9 or otherwise provide certification that the U.S. Shareholder is exempt from backup withholding. If you are a U.S. Shareholder but you are not a U.S. person, then you must complete an appropriate IRS Form W-8 to avoid backup withholding. **If you require an IRS Form W-9 or Form W-8, please contact the Bionomics Information Line on +61 8 8236 8899. These forms are also available on the IRS website at [www.irs.gov](http://www.irs.gov).**

For a more detailed discussion of the U.S. federal backup withholding rules, please refer to the Shareholder Communication dated 7 September 2023 and consult your own tax advisors.

## IMPORTANT INFORMATION

- This Sale Election Form is for all of your Shares. The Shares that this Sale Election Form relates to, must be free and clear of all liens, charges, security interests, claims and encumbrances.
- Your Share certificate/s **MUST** be enclosed when returning your Sale Election Form.
- You should allow sufficient time for your Sale Election Form to be received prior to the Closing Date.
- Neither Bionomics nor the share registry accept any responsibility for rejection due to an incomplete or invalid Sale Election Form being provided.

STEP 3

## Signature of Shareholder(s) *This section must be completed.*

By signing and returning this Sale Election Form:

- I/We elect to sell all my/our Shares in the Voluntary Sale Facility; and
- I/We have made this election in respect of all my/our Shares and hereby agree to the terms and conditions as set out in the Shareholder Communication dated 7 September 2023.
- I/We am not, and have not been during the three months prior to the date hereof, an officer or director of Bionomics, a beneficial owner of shares representing 10% or more of the voting power of the capital stock of Bionomics or an "affiliate" of Bionomics within the meaning of Rule 144 under the U.S. Securities Act of 1933, as amended (the Securities Act).
- Either (i) the Shares were issued, acquired by me/us from Bionomics (or an affiliate of Bionomics) and fully paid in transactions that involved a public offering (within the meaning of Rule 144 under the Securities Act) or (ii) more than one year has elapsed since the Shares were issued, acquired by me/us from Bionomics (or an affiliate of Bionomics) and fully paid for in transactions that did not involve a public offering (within the meaning of Rule 144 under the Securities Act).

Individual or Securityholder 1

Sole Director and Sole Company Secretary/  
Sole Director (cross out titles as applicable)

Contact  
Name

Securityholder 2

Director

Contact  
Daytime  
Telephone

Securityholder 3

Director/Company Secretary  
(cross out titles as applicable)

Date / /

## Nominees and Custodians only

If you are a nominee or custodian acting on behalf of beneficial owners who wish to participate in the Voluntary Sale Facility, please provide details of the aggregate number of Shares you elect to be sold for those beneficial owners in the box below.

Shares to be sold:

By signing in Step 3 above and returning this Sale Election Form with the Share Certificate, I/We confirm that I/We are a nominee or custodian.