



Announcement Summary

Entity name

BIONOMICS LIMITED

Announcement Type

New announcement

Date of this announcement

17/11/2022

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
BNO	ORDINARY FULLY PAID	132,692,220

Proposed +issue date

22/11/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

BIONOMICS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

53075582740

1.3 ASX issuer code

BNO

1.4 The announcement is

New announcement

1.5 Date of this announcement

17/11/2022

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?
 Existing class

Will the proposed issue of this +security include an offer of attaching +securities?
 No

Details of +securities proposed to be issued

ASX +security code and description

BNO : ORDINARY FULLY PAID

Number of +securities proposed to be issued

132,692,220

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?

USD - US Dollar

What is the issue price per +security?

USD 0.04330

AUD equivalent to issue price amount per +security

0.064300

FX rate (in format AUD 1.00 / primary currency rate):

AUD 1.00

FX rate (in format AUD rate/primary currency rate) Primary Currency rate

USD 0.67440000



Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

22/11/2022

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

Yes

7D.1c (i) How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A?

132,692,220

7D.1c (ii) Please explain why the entity has chosen to do a placement rather than a +pro rata issue or an offer under a +security purchase plan in which existing ordinary +security holders would have been eligible to participate

A U.S. public offering was considered to be a more efficient mechanism for raising funds and did not expose the Company to additional costs, a protracted process, and market volatility that may have been experienced with a pro rata issue or other type of issue in which existing ordinary shareholders would have been eligible to participate.

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No



Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

Yes

7E.1a Who is the lead manager/broker?

Aegis Capital Corp. and Berenberg Capital Markets LLC is acting as a joint book-running manager for the Offering.

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Refer to question 7E.2c below regarding underwriters commission.

7E.2 Is the proposed issue to be underwritten?

Yes

7E.2a Who are the underwriter(s)?

Aegis Capital Corp. is acting as the lead underwriter

7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The underwriters are committed to purchase all of ADSs offered by the Company. For additional information regarding the underwriting agreement, please refer to the Company's prospectus for the U.S. offering filed with ASX.

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

The Company will pay the underwriters a cash commission equal to 7.0% of the aggregate purchase price of the ADSs sold in the U.S. offering. For additional information regarding the underwriting agreement, please refer to the Company's prospectus for the U.S. offering filed with ASX.

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

The Company has entered into an underwriting agreement with the representative of the underwriters for the U.S. offering. For additional information regarding the underwriting agreement, please refer to the Company's prospectus for the U.S. offering filed with ASX.

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Standard share registry, legal and other external adviser fees and expenses.

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

The Company intends to use the net proceeds for the continued development of clinical trials. For additional information regarding the purpose of the offering, please refer to the Company's prospectus for the U.S. offering filed with ASX.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No



7F.2 Any other information the entity wishes to provide about the proposed issue

U.S. public offering of 641,026 of the Company's American Depositary Shares (ADSs), each representing 180 of the Company's ordinary shares, at an issue price of US\$7.80 per ADS.

The Company has also agreed to grant the underwriters a 30-day option to purchase up to an additional 96,153 ADSs, each representing 180 of the Company's ordinary shares, at an issue price of US\$7.80 per ADS.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)