



## COMMUNICATIONS POLICY

### Introduction

This document sets out the policy of Bionomics Limited (“**Company**”) concerning the Company’s communications policy (“**Policy**”).

The Company is publicly listed on the Australian Securities Exchange (ASX: BNO) as well as on Nasdaq in the form of American Depositary Shares (Nasdaq:BNOX).

### Policy Objective

To ensure all shareholders, potential investors and other stakeholders are informed in a timely manner of all major developments effecting Bionomics Limited through a systematic communications process.

#### 1. Key Considerations

Continuous Disclosure requirements under the Australian Securities Exchange (ASX) listing rules and the Securities and Exchange Commission's (SEC's) fair disclosure regulation (Regulation FD) under the Securities Exchange Act of 1934, are an essential element to this communication process.

The Company has developed and issued its Disclosure Policy which is available through the Corporate Governance section of its website. This policy should be read in conjunction with the Disclosure Policy.

The Annual General Meeting, Annual Report, announcements to the ASX/Nasdaq and the Company website are considered the primary communication vehicles within the context of this communications policy.

In addition, reasonable access to senior management and directors will be provided for shareholders, potential investors and other stakeholders to seek information on the business.

#### 2. Investor Relations

The Company acknowledges the importance of its relationships with investors and analysts and from time to time provides briefings to them. With respect thereto, the following will apply:

- The Executive Chairman is to approve all such updates/briefings in advance, including associated materials.
- Where the ASX Listing Rules permit the Company not to disclose material information, such information will not be disclosed at these briefings except where it has been previously disclosed or is simultaneously disclosed to the market.

- A copy of any presentation material provided at briefings will be posted to the Company's website to the extent these are not subject to provisions of a confidentiality agreement.

The Company may review analysts' research reports and receive questions from investors or analysts relating to its business, but will limit its comments/responses to factual matters and material previously disclosed by it.

### **3. Annual General Meetings**

The Company intent is to encourage two-way communication with shareholders at the Annual General Meeting and other shareholder meetings conducted by the Company. This is to ensure a high level of accountability and clarity around the business strategy and performance. At each meeting, shareholders, through the Executive Chairman, will be given the opportunity to ask general questions of directors and senior management.

The Company may utilize technology to facilitate the participation of security holders in meetings. This may include, for example, live webcasting of meetings so that security holders can view and hear proceedings online, holding meetings across multiple venues linked by live telecommunications, and consider hybrid meetings that allow shareholders to attend and vote in person, by proxy or online.

The Company will also ensure that its external auditors attend the Annual General Meeting and will be available to answer questions about the conduct of the audit and the preparation and content of the Auditors Report.

Any shareholders who are not able to attend the meeting and exercise their right to ask questions about, or make comments on, the management of the entity, have the opportunity to provide questions or comments ahead of the meeting. Where appropriate, these questions and comments will be addressed at the meeting, either by being read out and then responded to at the meeting or by providing a transcript of the question or comment and a written response at the meeting.

In addition to the lodgement of the notice of meeting with the ASX (and mailed on request), the Company will also put such notices on the Company's website on the date the documents are posted to shareholders. Results of resolutions tabled at shareholder's meetings will be lodged with the ASX and will also be available on the website as soon as practical after the relevant shareholder meeting.

The Company has determined that all substantive resolutions at a meeting of shareholders will be decided by a poll rather than by a show of hands.

### **4. Written Communications**

In all written communication the Company will seek to ensure concise and accurate presentation of information on the business taking into consideration not only the present document, but also prior information issued to shareholders.

With regard to the Annual Report the Company will strive to ensure that this document clearly and concisely documents Bionomics' business strategy, its achievements and its financial performance and position in addition to meeting all legal requirements associated with such annual reports required by the relevant legal bodies such as the Corporations Act, ASIC, ASX Listing Rules and Nasdaq.

## 5. Electronic Communications

Shareholders have the option to receive communications from, and send communications to, the Company and its share registry electronically.

The Company website is structured as the key day to day information resource for shareholders, potential investors and other stakeholders and hence will be regularly updated to ensure that the information remains current.

All information will be securely lodged on the website with controlled access and edit capabilities. Any downloads by website users are to be only in secure format such as pdf files.

All announcements and filings lodged with the ASX and Nasdaq as relevant, will be lodged on the Company's website on a timely basis..

The Company may also make available additional information to shareholders via the website such as presentations to industry conferences or broker presentations.

Announcements using the Company's Social Media platform (Twitter, LinkedIn, social media email) will comply with BNO58 Social Media Position Statement and this Communications Policy where Social Media is used to communicate Bionomics news or information.

## 6. Access to Directors and Management

Shareholders, potential investors and other stakeholders will have reasonable access to selected senior management and directors of the Company in order to ask direct questions or to seek additional information on the business. Requests for additional information may be made through the website, or by mail or phone to the Company's registered office using the direct call details provided below. Contact details for these communication access points are as follows:

- Website Address      [www.bionomics.com.au](http://www.bionomics.com.au)  
Registered Office      200 Greenhill Road  
   Eastwood  
   South Australia 5063
- Direct call              +61 8 8150 7400

Senior management able to provide information on the Company is restricted to:

- Executive Chairman,
- Chief Financial Officer,
- Company Secretary.

Directors and senior management must ensure they continue to observe all requirements of the Disclosure Policy in any communication and ensure they only make comments in their areas of expertise or after appropriate consultation with the relevant staff within the business in conjunction with the Executive Chairman. Discussion should focus on publicly announced facts regarding the business and should not in any way contain comments which could be construed as investment advice.

## 7. Safe Harbour Statements

A safe harbour statement is to be included in ASX announcements, media releases and all Company presentations and briefing materials, where appropriate. The safe harbour statement is to be principally in accordance with the sample set out below:

### *Factors Affecting Future Performance*

#### **Announcements**

*This announcement contains “forward-looking” statements within the meaning of the U.S. federal securities laws. Any statements contained in this announcement that relate to prospective events or developments, including, without limitation, statements related to the Offering are deemed to be forward-looking statements. Words such as “believes,” “anticipates,” “plans,” “expects,” “projects,” “forecasts,” “will” and similar expressions are intended to identify forward-looking statements. There are a number of important factors that could cause actual results or events to differ materially from those indicated by these forward-looking statements. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events, or otherwise. Actual results could differ materially from those discussed in this ASX announcement.*

#### **Presentations**

*This presentation may contain “forward-looking” statements within the meaning of the United States’ Private Securities Litigation Reform Act on 1995. Any statements contained in this presentation that relate to prospective events or developments, including, without limitation, statements made regarding Bionomics’ drug candidates (including BNC210 and BNC101), its licensing agreements with Merck & Co. and any milestone or royalty payments thereunder, drug discovery programs, ongoing and future clinical trials, and timing of the receipt of clinical data for our drug candidates are deemed to be forward-looking statements. Words such as “believes,” “anticipates,” “plans,” “expects,” “projects,” “forecasts,” “will” and similar expressions are intended to identify forward-looking statements.*

*There are a number of important factors that could cause actual results or events to differ materially from those indicated by these forward-looking statements, including unexpected safety or efficacy data, unexpected side effects observed in clinical trials, risks related to our available funds or existing funding arrangements, delays or difficulties associated with conducting clinical trials, our failure to introduce new drug candidates or platform technologies or obtain regulatory approvals in a timely manner or at all, regulatory changes, inability to protect our intellectual property, risks related to our international operations, as well as other factors. Results of studies performed on our drug candidates and competitors’ drugs and drug candidates may vary from those reported when tested in different settings. The inclusion of forward-looking statements should not be regarded as a representation by Bionomics that any of its expectations, projections or plans will be achieved. Actual results may differ from those expectations, projections or plans due to the risks and uncertainties inherent in Bionomics business and other risks described in Bionomics’ filings with the SEC. New risk factors emerge from time to time and it is not possible for our management to predict all risk factors, nor can we access the impact of all factors on our business or the extent by which any factor, or combination of factors, may cause actual results to differ materially from those contained in, or implied to any forward-looking statements. You should not rely upon forward-looking statements as predictions of future events. Although we believe that the expectations reflected in the forward-looking statement are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Except as required by law, we undertake no*

*obligation to update publicly any forward-looking statements for any reason after the date of this presentation.*

*Subject to the requirements of any applicable legislation or the listing rules of any stock exchange on which our securities are quoted, we disclaim any intention or obligation to update any forward-looking statements as a result of developments occurring after the date of this presentation.*

*Certain information contained in this presentation relates to, or is based on, studies, publications, surveys and other data obtained from third party sources and Bionomics' own internal estimates and research. While we believe these third party sources to be reliable as of the date of this presentation, we have not independently verified, and make no representation as to the adequacy, fairness, accuracy or completeness of, any information obtained from third party sources. In addition, all of the market data included in this presentation involves a number of assumptions and limitations and there can be no guarantee as to the accuracy or reliability of such assumptions. Finally, while we believe our own internal research is reliable, such research has not been verified by any independent source.*

## **8. Review and changes**

The Company reserves the right to update, revise and replace its policies and procedures, including this Policy, as often as is necessary to ensure that they are current and effective.

Any questions in relation to this Policy should be directed to the Company Secretary.

## **9. Approved and adopted**

This Policy was approved and adopted by the Bionomics Board of Directors on 21 April 2022 and remains in force unless and until amended or repealed and replaced by the Board.