

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Bioniche Life Sciences Inc.

ABN

58 802 789 087

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |   |
|---|--|---|
| 1 | +Class of +securities issued or to be issued   | BNC: CDIs<br><br>BNCAM: Unlisted Common Shares issued   |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | BNC: 278,312 CDIs were converted to unlisted Common Shares for trading on the TSX.<br><br>BNCAM: 279,738 Common Shares issued as company contributions to employee RRSP for the month of April.<br><br>BNCAM: 58,704 unlisted Common Shares issued as partial payment for quarterly directors compensation. |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | BNC: CDIs issued on a 1:1 ratio<br><br>BNCAM: Ordinary unlisted Common Shares   |

+ See chapter 19 for defined terms.

<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>BNCAM: The unlisted Common Shares have been issued under the terms of the Company's Employee Savings Plans.</p> <p>BNCAM: The unlisted Common Shares have been issued under the Outside Directors Plan.</p> <p>These unlisted Common Shares rank equally with the CDIs traded on the ASX.</p>
<p>5 Issue price or consideration</p>	<p>BNC: 278,312 CDIs were converted into unlisted Common Shares at various prices during the month of May as a result of transfers from the ASX to the TSX.</p> <p>BNCAM: 279,738 unlisted Common Shares were issued at a price of CDN \$0.25 each.</p> <p>BNCAM: 58,704 unlisted Common Shares were issued at a price of CDN \$0.29 each.</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>BNCAM: Common Shares issued pursuant to the Employee Savings Plan.</p> <p>BNCAM: Common Shares issued pursuant to the Outside Directors Plan.</p>
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>BNCAM: On May 2, 2013 279,738 Unlisted Common Shares were issued as the Company's contributions under the Company's Employee Savings Plan for the month of April, 2013.</p> <p>BNCAM: On May 21, 2013 58,704 Unlisted Common Shares were issued as partial payment under the Outside Directors Plan.</p>

	Number	+Class
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	The only securities quoted on the ASX are 2,451,547 CDIs. CDIs

	Number	+Class	
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	105,388,290 as of May 31, 2013  0  6,465,974  104,000  0	BNCAM: Common Shares  BNCAL: Preferred Shares – Series I - Redeemed  BNCAL: Options under the Stock Option Plan. 51,267 unlisted Options were cancelled as persons no longer employed by the company.  BNCAL: Options outside the Stock Option Plan  BNCAL: Warrants

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No plans to pay dividends at this stage.
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## Part 2 - Bonus issue or pro rata issue

		Not Applicable
11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	

+ See chapter 19 for defined terms.

- 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?
- 17 Policy for deciding entitlements in relation to fractions
- 18 Names of countries in which the entity has +security holders who will not be sent new issue documents  
Note: Security holders must be told how their entitlements are to be dealt with.  
Cross reference: rule 7.7.
- 19 Closing date for receipt of acceptances or renunciations
- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission
- 22 Names of any brokers to the issue
- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)

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- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?
- 32 How do +security holders dispose of their entitlements (except by sale through a broker)?
- 33 +Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of securities  
(tick one)
- (a)  Securities described in Part 1
- (b)  All other securities  
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

Not Applicable

*Tick to indicate you are providing the information or documents*

- 35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36  If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories  
 1 - 1,000  
 1,001 - 5,000  
 5,001 - 10,000

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+ See chapter 19 for defined terms.

10,001 - 100,000  
100,001 and over

37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

Not Applicable

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)	<input type="text"/>	<input type="text"/>

