

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

Bioniche Life Sciences Inc. (the **Company**)  
231 Dundas Street East  
Belleville, Ontario  
K8N 1E2

**Item 2. Date of Material Change**

November 4, 2013

**Item 3. News Release**

The news release attached hereto as Schedule "A" announcing the material change described herein was released through CNW Canada Newswire at Toronto, Ontario on November 4, 2013.

**Item 4. Summary of Material Change**

The Company announced that it has hired Dr. Michael Berendt as its new CEO effective immediately. Dr. Berendt replaces Mr. Graeme McRae in this role. Earlier this year, Mr. McRae announced his intention to retire and assume the role of Founder and Chairman Emeritus of the Company's Board of Directors.

**Item 5. Full Description of Material Change**

*5.1 Full Description of Material Change*

Please see the attached Schedule "A".

*5.2 Disclosure for Restructuring Transactions*

Not Applicable.

**Item 6. Reliance of Section 7.1(2) of National Instrument 51-102**

Not applicable.

**Item 7. Omitted Information**

Not applicable.

**Item 8. Executive Officer**

The following is the name and business telephone number of an executive officer of the Company who is knowledgeable about the material change in this report.

Jennifer Shea, Vice-President, Communications, Investor & Government Relations  
Telephone: (613) 966-8058; from Australia: 0011 1 613-966-8058  
Cell: (613) 391-2097; from Australia 0011 1 613-391-2097  
Email: [Jennifer.Shea@Bioniche.com](mailto:Jennifer.Shea@Bioniche.com)

**Item 9. Date of Report**

November 11, 2013

## Schedule "A"

### **Bioniche Life Sciences Inc. Announces the Appointment of a New Chief Executive Officer**

BELLEVILLE, ON, Nov. 4, 2013 /CNW/ - Bioniche Life Sciences Inc. (TSX BNC) (ASX BNC), a research-based, technology-driven Canadian biopharmaceutical company, today announced that it has hired Dr. Michael Berendt as its new CEO effective immediately. Dr. Berendt replaces Mr. Graeme McRae in this role. Earlier this year, Mr. McRae announced his intention to retire and assume the role of Founder and Chairman Emeritus of the Company's Board of Directors.

"The Board of Directors, management team, employees and shareholders acknowledge Graeme's significant contribution, while welcoming Dr. Berendt to the Bioniche team," said Mr. James Rae, Chairman of the Bioniche Life Sciences Inc. Board of Directors. "Dr. Berendt has an established background in the life sciences sector, most recently serving as President & CEO of Aegera Therapeutics Inc. in Montréal, Québec."

Dr. Berendt held positions of increasing responsibility in the U.S. research departments of Pfizer, Inc. and Bayer Corporation before becoming Managing Director, Life Sciences Sector of AEA Investors, then Managing Director of Research Corporation Technologies. In 2006, he became the President & CEO of Aegera, which was sold to Pharmascience in 2011.

Dr. Berendt graduated with a B.S. from Ohio Dominican University, a M.S. from Miami University, and a Ph.D. in Medical Microbiology and Immunology from Drexel University. Dr. Berendt is a Director on the Boards of Waters Corporation and NeoMed Institute. He serves as Executive Chairman of Anchor Therapeutics and serves as Chairman of Alethia Biothérapeutiques.

Dr. Berendt will be attending the Company's Annual and Special Meeting of Shareholders, being held on Tuesday, November 5, 2013 at 4:00 p.m. Eastern in Belleville, Ontario.

#### **About Bioniche Life Sciences Inc.**

Bioniche Life Sciences Inc. is a research-based, technology-driven Canadian biopharmaceutical company focused on the discovery, development, manufacturing, and marketing of proprietary and innovative products for human and animal health markets worldwide. The fully-integrated company employs more than 200 skilled personnel and has three operating divisions: Human Health, Animal Health, and One Health. The Company's primary goal is to develop and commercialize products that advance human or animal health and increase shareholder value.

For more information, please visit [www.Bioniche.com](http://www.Bioniche.com).

*Except for historical information, this news release may contain forward-looking statements that reflect the Company's current expectation regarding future events. These forward-looking statements involve risk and uncertainties, which may cause, but are not limited to, changing market conditions, the successful and timely completion of clinical studies, the establishment of corporate alliances, the impact of competitive products and pricing, new product development, uncertainties related to the regulatory approval process, and other risks detailed from time to time in the Company's ongoing quarterly and annual reporting.*

SOURCE: Bioniche Life Sciences Inc.

%SEDAR: 00013159EF

#### **For further information:**

Jennifer Shea, Vice-President, Communications, Investor & Government Relations  
Bioniche Life Sciences Inc.  
Telephone: (613) 966-8058; from Australia: 0011 1 613-966-8058  
Cell: (613) 391-2097; from Australia: 0011 1 613-391-2097  
[Jennifer.Shea@Bioniche.com](mailto:Jennifer.Shea@Bioniche.com)

CC: Bioniche Life Sciences Inc.

CNW 08:30e 04-NOV-13