

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme Bionomics LimitedACN/ARSN 075 582 740**1. Details of substantial holder (1)**Name Ausbil Investment Management LimitedACN/ARSN (if applicable) 076 316 473There was a change in the interests of the substantial holder on 03/10/2018The previous notice was given to the company on 05/03/2018The previous notice was dated 01/03/2018**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	39,115,389	8.108%	30,768,312	6.372%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
03/10/18	Ausbil Investment Management limited	Refer to Annexure B	Refer to Annexure B	8,347,077 Ordinary	1.736%

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Ausbil Investment Management Limited	Refer to Annexure A	Refer to Annexure A	Refer to Annexure A	30,768,312 Ordinary	6.372%

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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

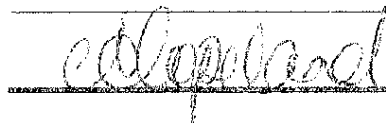
The addresses of persons named in this form are as follows:

Name	Address
Ausbil Investment Management Limited	Level 27, 225 George Street, Sydney NSW 2000

Signature

print name Anna Copeland capacity Compliance Analyst

sign here



date 05/10/2018

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
 - (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
 - (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
 - (4) The voting shares of a company constitute one class unless divided into separate classes.
 - (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 - (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".



Annexure A Ausbil Investment Management Limited ABN: 26 076 316 473

Relevant interest in: Bionomics Limited

National Nominees Limited (NNL) and various other custodians hold shares in the Company as custodian and for which Ausbil is either:

- The responsible entity or trustee of a pooled investment product such as managed investment schemes (funds); or
- The investment manager of Portfolios held for a number of institutional investors. The institutional investors are generally superannuation funds regulated under the Superannuation Industry Supervision Act 1993.

The holding of shares in the Company was acquired as part of a wide portfolio of Australian shares acquired for the Funds and Portfolios.

Ausbil and the Custodians may hold relevant interests due to the capacity of these entities to dispose of the shares in the Company.

Each investor in a fund owns an individual interest in the Fund's assets; no investor directly owns any asset of the Fund. The unit holding of each Fund varies from time to time as clients enter and withdraw from the Funds. The various institutional investors with portfolios delegate the management of the Portfolios to Ausbil.

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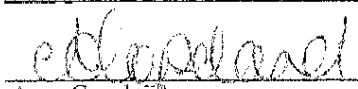
Signed 05/10/2018

Anna Copeland
Compliance Analyst

Annexure B

Ausbil Investment Management Limited
Bionomics Limited

Security	Type	Accrual	Cash	Units in/(out)	Consideration
BNO	On market	03/10/2018	05/10/2018	(723,189)	134,802.43
BNO	On market	03/10/2018	05/10/2018	(3,405,459)	634,777.56
BNO	On market	02/10/2018	04/10/2018	(127,000)	24,460.20
BNO	On market	02/10/2018	04/10/2018	(350,328)	59,941.12
BNO	On market	02/10/2018	04/10/2018	(1,649,672)	282,258.88
BNO	On market	02/10/2018	04/10/2018	(1,035,154)	199,370.66
BNO	On market	02/10/2018	04/10/2018	(4,994,853)	962,008.69
BNO	On market	02/10/2018	04/10/2018	(565,988)	109,009.29
BNO	On market	19/09/2018	21/09/2018	17,000	(9,010.00)
BNO	On market	19/09/2018	21/09/2018	210,000	(113,022.00)
BNO	On market	20/08/2018	22/08/2018	135,546	(60,738.16)
BNO	On market	20/08/2018	22/08/2018	39,454	(17,679.34)
BNO	On market	09/08/2018	13/08/2018	26,498	(12,568.00)
BNO	On market	10/07/2018	12/07/2018	193,718	(101,701.95)
BNO	On market	10/07/2018	12/07/2018	60,432	(31,726.80)
BNO	On market	10/07/2018	12/07/2018	(400,517)	210,271.43
BNO	On market	10/07/2018	12/07/2018	26,648	(13,990.20)
BNO	On market	10/07/2018	12/07/2018	106,130	(55,718.25)
BNO	On market	10/07/2018	12/07/2018	13,589	(7,134.23)
BNO	On market	09/07/2018	11/07/2018	(4,110)	2,141.72
BNO	On market	06/07/2018	10/07/2018	24,106	(12,260.31)
BNO	On market	27/06/2018	29/06/2018	(234,860)	118,604.30
BNO	On market	27/06/2018	29/06/2018	(1,228,859)	620,573.80
BNO	On market	27/06/2018	29/06/2018	221,354	(111,783.77)
BNO	On market	27/06/2018	29/06/2018	1,194,008	(802,974.04)
BNO	On market	27/06/2018	29/06/2018	130,193	(65,747.47)
BNO	On market	13/06/2018	15/06/2018	(88,450)	48,691.73
BNO	On market	06/06/2018	08/06/2018	(187,799)	105,186.22
BNO	On market	05/06/2018	07/06/2018	(92,224)	52,595.35
BNO	On market	09/05/2018	11/05/2018	(183,389)	108,291.20
BNO	On market	27/04/2018	01/05/2018	(8,398)	5,038.80
BNO	On market	27/04/2018	01/05/2018	(60,508)	36,304.80
BNO	On market	26/04/2018	30/04/2018	(3,699)	2,311.88
BNO	On market	26/04/2018	30/04/2018	(26,651)	16,656.88
BNO	On market	26/04/2018	30/04/2018	(7,435)	4,646.88
BNO	In Species	24/04/2018	27/04/2018	82,164	(50,941.68)
BNO	On market	24/04/2018	27/04/2018	(2,433)	1,520.63
BNO	On market	24/04/2018	27/04/2018	(26,267)	16,416.88
BNO	On market	18/04/2018	20/04/2018	(5,419)	3,332.69
BNO	On market	18/04/2018	20/04/2018	(58,510)	35,983.65
BNO	On market	12/04/2018	16/04/2018	4,000	(2,220.00)
BNO	On market	12/04/2018	16/04/2018	31,982	(18,069.83)
BNO	On market	12/04/2018	16/04/2018	211,205	(119,330.83)
BNO	On market	09/04/2018	11/04/2018	516,594	(276,702.46)
BNO	On market	04/04/2018	06/04/2018	46,000	(26,220.00)
BNO	On market	03/04/2018	05/04/2018	60,000	(33,522.00)
BNO	On market	03/04/2018	05/04/2018	197,083	(110,110.27)
BNO	On market	29/03/2018	04/04/2018	247,444	(138,568.64)
BNO	On market	28/03/2018	03/04/2018	299,319	(170,611.83)
BNO	On market	27/03/2018	29/03/2018	81,890	(47,070.37)
BNO	On market	27/03/2018	29/03/2018	519,036	(298,341.89)
BNO	On market	23/03/2018	27/03/2018	58,773	(32,924.63)
BNO	On market	23/03/2018	27/03/2018	369,928	(207,233.67)
BNO	On market	19/03/2018	21/03/2018	342,499	(171,249.50)
BNO	On market	19/03/2018	21/03/2018	1,473,029	(736,514.50)
BNO	On market	19/03/2018	21/03/2018	184,472	(92,236.00)
BNO	On market	12/03/2018	14/03/2018	(6,156)	3,016.44
BNO	On market	12/03/2018	14/03/2018	(37,197)	18,226.53
BNO	On market	08/03/2018	08/03/2018	6,156	(2,571.36)
BNO	On market	06/03/2018	08/03/2018	37,197	(15,537.19)
				(8,347,077)	


Anna Copeland
Compliance Analyst
05-Oct-18