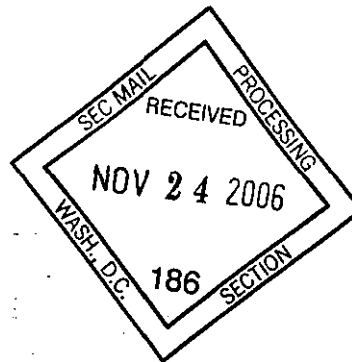


16 November 2006

Securities and Exchange Commission  
Judiciary Plaza,  
450 Fifth Street,  
Washington DC 20549



**SUPPL**

**Re: Bionomics Limited - File number 82-34682**

Please see attached provided pursuant to Section 12g3-2(b) file number 82-34682.

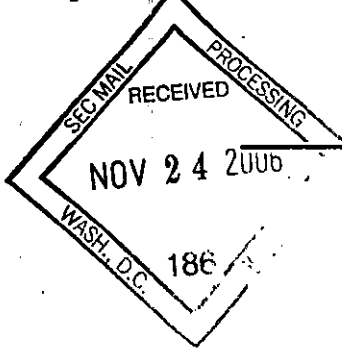
Yours sincerely

**Stephen Birrell  
CFO & Company Secretary**

**PROCESSED**

**DEC 01 2006**

**THOMSON  
FINANCIAL**



# Appendix 3Y

## Change of Director's Interest Notice

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 30/9/2001.

|  |
|--|
| <b>Name of entity: Bionomics Limited</b> |
| <b>ABN: 53 075 582 740</b>               |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | George Jessup    |
| <b>Date of last notice</b> | 18 November 2005 |

### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

| Direct or indirect interest  | Indirect   |
|--|--|
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | A) Controller of Start-up Australia Ventures Pty Limited as Managing Partner of the BioVentures Australia Partnership<br><br>B) Controller of Blue Jay Ventures Pty Ltd<br><br>C) Controller of Blue Jay Pty Ltd ATF Jessup Super Fund |
| <b>Date of change</b>  | 16 November 2006   |
| <b>No. of securities held prior to change</b>  | A) 42,701,966 Listed Ordinary Shares<br>9,382,716 Listed Options (BNOOB)<br><br>B) 1,826,048 Listed Ordinary Shares<br>494,000 Listed Options (BNOOB)<br><br>C) 150,000 Listed Ordinary Shares   |
| <b>Class</b>   | As Above   |
| <b>Number acquired</b>   | A) 7,235,847 Listed Ordinary Shares<br>B) 714,286 Listed Ordinary Shares<br>C) Nil   |
| <b>Number disposed</b>   | Nil  |

+ See chapter 19 for defined terms.

**Appendix 3Y  
Change of Director's Interest Notice**

|   |  |
|---|--|
| <p><b>Value/Consideration</b><br/>Note: If consideration is non-cash, provide details and estimated valuation</p>   | <p>A) 14 cents per share<br/>B) 14 cents per share<br/>C) Nil</p>  |
| <p><b>No. of securities held after change</b></p>   | <p>A) 49,937,813 Listed Ordinary Shares<br/>9,382,716 Listed Options (BNOOB)<br/>B) 2,540,334 Listed Ordinary Shares<br/>494,000 Listed Options (BNOOB)<br/>C) 150,000 Listed Ordinary Shares</p>  |
| <p><b>Nature of change</b><br/>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>A) Issue of shares to non-executive director in lieu of one third of directors' fees and participation in placements approved by shareholders at the company's annual general meeting on 9 November 2006<br/>B) Participation in placements approved by shareholders at the company's annual general meeting on 9 November 2006<br/>C) NIL.</p> |

**Part 2 – Change of director's interests in contracts**

|  |  |
|--|--|
| <p><b>Detail of contract</b></p>   |  |
| <p><b>Nature of interest</b></p>   |  |
| <p><b>Name of registered holder (if issued securities)</b></p>   |  |
| <p><b>Date of change</b></p>   |  |
| <p><b>No. and class of securities to which interest related prior to change</b><br/>Note: Details are only required for a contract in relation to which the interest has changed</p> |  |
| <p><b>Interest acquired</b></p>  |  |
| <p><b>Interest disposed</b></p>  |  |
| <p><b>Value/Consideration</b><br/>Note: If consideration is non-cash, provide details and an estimated valuation</p>   |  |

+ See chapter 19 for defined terms.

Appendix 3Y  
Change of Director's Interest Notice

|                       |  |
|-----------------------|--|
| Interest after change |  |
|-----------------------|--|

+ See chapter 19 for defined terms.

16 November 2006

Securities and Exchange Commission  
Judiciary Plaza,  
450 Fifth Street,  
Washington DC 20549

**Re: Bionomics Limited - File number 82-34682**

Please see attached provided pursuant to Section 12g3-2(b) file number 82-34682.

Yours sincerely



**Stephen Birrell  
CFO & Company Secretary**

# Appendix 3Y

## Change of Director's Interest Notice

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 30/9/2001.

|  |
|--|
| <b>Name of entity: Bionomics Limited</b> |
| <b>ABN: 53 075 582 740</b>               |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | Peter Jonson     |
| <b>Date of last notice</b> | 18 November 2005 |

### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

|  |  |
|--|--|
| <b>Direct or indirect interest</b>   | Direct   |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. |  |
| <b>Date of change</b>  | 16 November 2006   |
| <b>No. of securities held prior to change</b>  | <b>Direct</b><br>1,000,000 Unlisted Options<br>227,778 Ordinary Shares<br><b>Indirect</b><br>130,000 Ordinary Shares |
| <b>Class</b>   | As Above   |
| <b>Number acquired</b>   | 185,979 Ordinary Shares  |
| <b>Number disposed</b>   | Nil  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation  | 14.55 cents per share  |

+ See chapter 19 for defined terms.

**Appendix 3Y  
Change of Director's Interest Notice**

|   |   |
|---|---|
| <b>No. of securities held after change</b>  | <b>Direct</b><br>1,000,000 Unlisted Options<br>413,757 Ordinary Shares<br><b>Indirect</b><br>130,000 Ordinary Shares  |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of shares to non-executive director in lieu of one third of directors' fees as approved by shareholders at the company's annual general meeting on 9 November 2006. |

**Part 2 – Change of director's interests in contracts**

|  |  |
|--|--|
| <b>Detail of contract</b>  |  |
| <b>Nature of interest</b>  |  |
| <b>Name of registered holder (if issued securities)</b>  |  |
| <b>Date of change</b>  |  |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed |  |
| <b>Interest acquired</b>   |  |
| <b>Interest disposed</b>   |  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   |  |
| <b>Interest after change</b>   |  |

+ See chapter 19 for defined terms.

NOV 24 2006  
WASH. D.C. 186 SECTION

16 November 2006

Securities and Exchange Commission  
Judiciary Plaza,  
450 Fifth Street,  
Washington DC 20549

**Re: Bionomics Limited - File number 82-34682**

Please see attached provided pursuant to Section 12g3-2(b) file number 82-34682.

Yours sincerely



**Stephen Birrell  
CFO & Company Secretary**



# 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.

Name of entity

BIONOMICS LIMITED

ABN

53 075 582 740

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

- A) LISTED ORDINARY SHARES
- B) UNLISTED OPTIONS
- C) LISTED ORDINARY SHARES

2 Number of +securities issued or to be issued (if known) or maximum number which may be issued

- A) SIX HUNDRED AND SEVENTY EIGHT THOUSAND EIGHT HUNDRED AND FORTY (678,840)
- B) FIVE HUNDRED AND NINETY SEVEN THOUSAND THREE HUNDRED (597,300)
- C) NINETEEN MILLION ONE HUNDRED AND FORTY TWO THOUSAND EIGHT HUNDRED AND FIFTY FIVE (19,142,855)

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3B Page 1

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)

A) FULLY PAID

B) i) 500,000 at \$0.30 expiry November 2011 Unlisted

ii) 97,300 at \$0.1455 over expiry November 2011 Unlisted

C) FULLY PAID

4 Do the \*securities rank equally in all respects from the date of allotment with an existing \*class of quoted \*securities?

YES

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

5 Issue price or consideration

A) \$0.1455

B) NIL

C) \$0.14

6 Purpose of the issue  
(If issued as consideration for the acquisition of assets, clearly identify those assets)

A) ISSUE OF SHARES TO DIRECTORS AND MANAGEMENT IN LIEU OF ONE THIRD OF THEIR DIRECTORS' FEES OR PART SALARY AS APPROVED BY SHAREHOLDERS AT THE COMPANY'S ANNUAL GENERAL MEETING ON 9 NOVEMBER 2006.

B) i) UNLISTED SIGN ON OPTIONS  
ii) UNLISTED BONUS OPTIONS

C) PLACEMENT OF SHARES AS APPROVED BY SHAREHOLDERS AT THE COMPANY'S ANNUAL GENERAL MEETING ON 9 NOVEMBER 2006

7 Dates of entering +securities into uncertificated holdings or despatch of certificates

16 NOVEMBER 2006

8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)

| Number      | +Class                    |
|-------------|---------------------------|
| 191,597,272 | ORDINARY FULLY PAID (BNO) |
| 9,796,822   | BNOOA OPTIONS             |
| 31,535,063  | BNOOB OPTIONS             |
| 12,787,633  | UNLISTED OPTIONS          |

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3B Page 3

|    | Number  | +Class              |
|----|---|---------------------|
| 9  | 12,787,633  | UNLISTED<br>OPTIONS |
| 10 | NOT APPLICABLE - EARLY STAGE<br>BIOTECHNOLOGY COMPANY |                     |

## Part 2 - Bonus issue or pro rata issue

- 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
- 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)
- 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?

+ See chapter 19 for defined terms.

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

*(If the additional securities do not form a new class, go to 43)*

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

37  A copy of any trust deed for the additional \*securities

*(now go to 43)*

+ See chapter 19 for defined terms.

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

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)

42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

| Number               | +Class               |
|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> |

(now go to 43)

+ See chapter 19 for defined terms.

## All entities

### Fees

#### 43 Payment method (tick one)

Cheque attached

Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

### Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted; it has been provided at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

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+ See chapter 19 for defined terms.



- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before \*quotation of the \*securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here: .....Date: 16 November 2006  
Company Secretary

Print name: STEPHEN BIRRELL

=====

---

+ See chapter 19 for defined terms.

16 November 2006

Securities and Exchange Commission  
Judiciary Plaza,  
450 Fifth Street,  
Washington DC 20549

**Re: Bionomics Limited - File number 82-34682**

Please see attached provided pursuant to Section 12g3-2(b) file number 82-34682.

Yours sincerely



**Stephen Birrell  
CFO & Company Secretary**

# Appendix 3Y

## Change of Director's Interest Notice

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 30/9/2001.

|  |
|--|
| <b>Name of entity: Biolonics Limited</b> |
| <b>ABN: 53 075 582 740</b>               |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                   |
|----------------------------|-------------------|
| <b>Name of Director</b>    | Trevor Tappenden  |
| <b>Date of last notice</b> | 15 September 2006 |

### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

|  |  |
|--|--|
| <b>Direct or indirect interest</b>   | Direct   |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. |  |
| <b>Date of change</b>  | 16 November 2006   |
| <b>No. of securities held prior to change</b>  | Nil  |
| <b>Class</b>   | A) Ordinary Shares<br>B) ESOP options                                |
| <b>Number acquired</b>   | A) 90,592 Listed Ordinary Shares<br>B) 500,000 unlisted ESOP options |
| <b>Number disposed</b>   | Nil  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation  | A) 14.55 cents per share<br>B) Nil                                   |

+ See chapter 19 for defined terms.

30/9/2001

Appendix 3Y Page 1

**Appendix 3Y**  
**Change of Director's Interest Notice**

|   |  |
|---|--|
| <b>No. of securities held after change</b>  | 90,592 Listed Ordinary Shares<br>500,000 unlisted ESOP Options   |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of shares in lieu of 1/3 Directors fees and options as approved by shareholders at the AGM dated 9 November 2006 |

**Part 2 – Change of director's interests in contracts**

|  |  |
|--|--|
| <b>Detail of contract</b>  |  |
| <b>Nature of interest</b>  |  |
| <b>Name of registered holder (if issued securities)</b>  |  |
| <b>Date of change</b>  |  |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed |  |
| <b>Interest acquired</b>   |  |
| <b>Interest disposed</b>   |  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   |  |
| <b>Interest after change</b>   |  |

+ See chapter 19 for defined terms.

16 November 2006

Securities and Exchange Commission  
Judiciary Plaza,  
450 Fifth Street,  
Washington DC 20549

**Re: Bionomics Limited - File number 82-34682**

Please see attached provided pursuant to Section 12g3-2(b) file number 82-34682.

Yours sincerely



**Stephen Birrell  
CFO & Company Secretary**

# Appendix 3Y

## Change of Director's Interest Notice

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 30/9/2001.

|  |
|--|
| <b>Name of entity:</b> Bionomics Limited |
| <b>ABN:</b> 53 075 582 740               |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | Deborah Rathjen  |
| <b>Date of last notice</b> | 18 November 2005 |

### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

|  |   |
|--|---|
| <b>Direct or indirect interest</b>   | Direct  |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. |   |
| <b>Date of change</b>  | 16 November 2006  |
| <b>No. of securities held prior to change</b>  | <b>Direct</b><br>3,395,000 Unlisted Options<br>502,451 Listed Ordinary Shares<br>14,047 Listed Options<br><b>Indirect</b><br>100,000 Listed Options |
| <b>Class</b>   | As Above  |
| <b>Number acquired</b>   | A) 206,186 Listed Ordinary Shares<br>B) 97,300 Unlisted Options   |
| <b>Number disposed</b>   | Nil   |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation.   | A) 14.55 cents per share<br>B) Nil  |

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

|   |  |
|---|--|
| <b>No. of securities held after change</b>  | <b>Direct</b><br>3,492,300 Unlisted Options<br>708,637 Listed Ordinary Shares<br>14,047 Listed Options<br><b>Indirect</b><br>100,000 Listed Options  |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | A) Issue of shares to Managing Director in lieu of part salary as approved by shareholders at the company's annual general meeting on 9 November 2006.<br>B) Issue of bonus ESOP options as approved by shareholders at the company's annual general meeting on 9 November 2006. |

**Part 2 – Change of director's interests in contracts**

|  |  |
|--|--|
| <b>Detail of contract</b>  |  |
| <b>Nature of interest</b>  |  |
| <b>Name of registered holder (if issued securities)</b>  |  |
| <b>Date of change</b>  |  |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed |  |
| <b>Interest acquired</b>   |  |
| <b>Interest disposed</b>   |  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   |  |

+ See chapter 19 for defined terms.