

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): **September 7, 2018**

**BIONIK LABORATORIES CORP.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of  
Incorporation or Organization)

**000-54717**

(Commission File Number)

**27-1340346**

(IRS Employer Identification No.)

**483 Bay Street, N105  
Toronto, ON**

(Address of Principal Executive Offices)

**M5G 2C9**

(Zip Code)

Registrant's Telephone Number, Including Area Code: **(416) 640-7887**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## **Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

### Resignation of Michal Prywata from the Board of Directors

Effective as of September 7, 2018, Michal Prywata, a member of the Board of Directors (the “Board”) of Bionik Laboratories Corp. (the “Company”), and the Company’s Chief Technology Officer, resigned from the Board. Mr. Prywata’s departure is not related to any disagreement with the Company’s accounting or operating policies or practices. Mr. Prywata remains the Company’s Chief Technology Officer and was granted observer status to the Board on September 7, 2018.

### Appointment of new members to the Board of Directors

On September 7, 2018, the independent directors of the Board nominated, and the Board appointed, Audrey Thevenon, Ph.D., age 40, to fill the vacancy on the Board resulting from Mr. Prywata’s resignation. Dr. Thevenon was also appointed to the Boards’ Compensation Committee.

Dr. Thevenon serves as a Program Officer on the Board of Life Sciences at the National Academies of Sciences, Engineering and Medicine (“NASEM”), a private, nonprofit institution that provides high-quality, objective advice on science, engineering, and health matters, since October 2016, and previously served as the Associate Program Officer of NASEM from August 2014 to October 2016. Dr. Thevenon also serves as the Managing Editor of the journal Institute for Laboratory Animal Research at NASEM. From February 2012 to July 2014, Dr. Thevenon was a Postdoctoral Fellow at the Uniformed Services University of the Health Sciences in Bethesda, MA. Dr. Thevenon has also completed a Postdoctoral Fellowship at the University of Hawaii in placental pharmacology. Dr. Thevenon has a Ph.D. and an MS both in Biology from Georgetown University, as well as an MS in Cell Biology & Physiology and a BS in Life Sciences and Environment from the University of Rennes 1 in France.

Dr. Thevenon will receive director fees generally provided to the independent directors of the Company, which at this time is up to \$50,000 per annum for her services as a director and any Board committees she may serve on from time to time. In addition, the Board, in its sole discretion, may grant to Dr. Thevenon an annual award of shares of the Company’s common stock, which award shall be based upon performance criteria established by the Board, such as number of Board meetings attended and complexity of tasks undertaken, and which shall be subject to any vesting requirements as established by the Board.

There is no other arrangement or understanding between Dr. Thevenon and any other persons pursuant to which Dr. Thevenon was elected as a director. The Company believes that Dr. Thevenon is qualified as to serve as a member of the Board because of her experience in medicine and scientific innovation.

On September 7, 2018, the independent directors of the Board nominated, and the Board appointed, Charles Matine, age 60, to fill the remaining vacancy on the Board. Mr. Matine was also appointed to the Board’s Audit Committee.

Mr. Matine serves as an Advisory Board Member of Enlaps, a start-up company providing a time-lapse solution to photographers, since February 2018. Since July 2015, Mr. Matine has served as a strategic advisor to C4 Ventures, a London-based venture fund supporting media, e-commerce and hardware startups. In April 2014, Mr. Matine founded B & Associates, a marketing and digital transformation consultancy firm, and has served as its CEO since April 2014. Prior to that, Mr. Matine served as a Business Unit Director of Apple France from July 2010 to April 2014, where he led the Education and Research business unit, and as a Senior Marketing Manager of Apple Europe from April 2006 to June 2010, where he was responsible for promoting Apple products and defining marketing, PR and branding strategies within central Europe, the Middle East and Africa. Prior to Apple, Mr. Matine worked extensively in marketing and advertising, promoting technology products and brands throughout Europe. Mr. Matine studied at Sciences Po (the Paris Institute for Political Studies, Section Public Service) and holds the IFA-Sciences Po non-executive director certificate.

Mr. Matine will receive director fees generally provided to the independent directors of the Company, which at this time is \$50,000 per annum for his services as a director and any Board committees he may serve on from time to time. In addition, the Board, in its sole discretion, may grant to Mr. Matine an annual award of shares of the Company's common stock, which award shall be based upon performance criteria established by the Board, such as number of Board meetings attended and complexity of tasks undertaken, and which shall be subject to any vesting requirements as established by the Board.

There is no other arrangement or understanding between Mr. Matine and any other persons pursuant to which Mr. Matine was elected as a director. The Company believes that Mr. Matine is qualified as to serve as a member of the Board because of his experience with product marketing and go-to-market strategies.

**Item 8.01 Other Events**

The Company issued a press release on September 13, 2018 announcing the resignation of Mr. Prywata from the Board and the appointments of Dr. Thevenon and Mr. Matine to the Board. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
<a href="#"><u>99.1</u></a>	<a href="#"><u>Press Release dated September 13, 2018</u></a>

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: September 13, 2018

**BIONIK LABORATORIES CORP.**

By: /s/ Leslie Markow

Name: Leslie Markow

Title: Chief Financial Officer



## **Bionik Laboratories Appoints Dr. Audrey D. Thévenon and Charles Matine to its Board of Directors**

*Gains substantial scientific, marketing and branding expertise*

**TORONTO and BOSTON (September 13, 2018) – Bionik Laboratories Corp. (OTCQB: BNKL)** (“Bionik” or the “Company”), a pioneering healthcare company combining artificial intelligence and innovative robotics technology to help individuals from hospital to home to regain mobility, announced today the appointments of Audrey D. Thévenon, Ph.D. and Charles Matine to its Board of Directors. These appointments coincide with the resignation of directors Michal Prywata, effective September 7, 2018, and Marc Mathieu, effective August 1, 2018, and fill the two vacancies on the Board. Prywata will continue to contribute to the Board as an observer. With these changes Bionik has seven directors including four independent directors.

Dr. Thévenon is a Program Officer on the Board of Life Sciences at The National Academies of Sciences, Engineering and Medicine, where she also serves as the Managing Editor of the journal *Institute for Laboratory Animal Research*. Since joining the Academies, Dr. Thévenon has supported collaborative regional and international activities aimed at promoting transdisciplinary research. Prior to the Academies, Dr. Thévenon completed a Postdoctoral Fellowship at the University of Hawaii in placental pharmacology, followed by another fellowship at Uniformed Services University of the Health Sciences in Bethesda, Md. working on two PEPFAR-funded HIV-Malaria projects in collaboration with Nigeria and Kenya.

Dr. Thévenon has a Ph.D. and an MS, both in Biology, from Georgetown University, as well as an MS in Cell Biology & Physiology and a BS in Life Sciences and Environment from the University of Rennes 1 in France. Bionik believes that Dr. Thévenon’s experience in medicine and scientific innovation will enable Bionik to further its connection with the most advanced bioscience research around the world.

“I’m honored to be appointed to the Board of Directors of Bionik during this exciting period of growth for the Company,” said Dr. Thévenon. “Bionik’s InMotion systems have provided cutting-edge technologies to patients around the globe, enabling them to regain mobility and improve their quality of life. I look forward to bringing my expertise to the Board to help further the Company’s mission to bring innovative treatment options to a wider patient population across the world.”

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Matine is founder and CEO of B&Associates, a marketing and digital transformation company, and also is a strategic advisor to C4 Ventures and an Advisory Board Member for Enlaps. He previously spent eight years with Apple France where he led the Education and Research business unit, and Apple Europe, where he was responsible for promoting Apple products and defining marketing, PR and branding strategies within central Europe, the Middle East and Africa. Prior to Apple, Matine worked extensively in marketing and advertising, promoting technology products and brands throughout Europe.

Matine studied at Sciences Po (the Paris Institute for Political Studies, Section Public Service) and holds the IFA-Sciences Po non-executive director certificate. His experience with product marketing and go-to-market strategies is expected to be impactful as Bionik prepares to expand its product line to consumer markets and broaden its sales distribution to additional geographies.

“I’m excited to join Bionik’s Board of Directors and to support the talented team in place to further the Company as a leader in clinical rehabilitation and consumer healthcare,” said Matine. “Innovations in technology are poised to disrupt the healthcare sector as medical practitioners and consumers alike seek enhanced methods of treatment and care. Through its innovative technology solutions, including its suite of InMotion products, Bionik is well positioned to lead the technology revolution within healthcare.”

“We thank Michal and Marc for their contributions to the Company as Directors,” said Andre Auberton-Herve, Chairman of Bionik’s Board of Directors. “We look forward to the contributions of Audrey and Charles and expect their expertise will further strengthen Bionik as we enter a key period of growth. In addition, we are pleased that Michal Prywata’s unique contribution to the Board will continue as an observer.”

“We are excited to welcome two Directors as accomplished as Audrey and Charles. Each brings a track record of expertise that we expect will have an immediate and positive impact on our Company,” said Dr. Eric Dusseux, Chief Executive Officer and Director of Bionik. “We look forward to adding their cutting-edge scientific, healthcare, marketing and product strategy expertise as we continue developing new products and preparing to enter new markets.”

Matine was also appointed to the Audit Committee, chaired by Joseph Martin, while Dr. Thévenon was appointed to the Compensation Committee, chaired by Gerry Malone.

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### **About Bionik Laboratories**

Bionik Laboratories (OTCQB: BNKL) is a robotics company focused on providing rehabilitation and mobility solutions to individuals with neurological and mobility challenges from hospital to home. The Company has a portfolio of products focused on upper and lower extremity rehabilitation for stroke and other mobility-impaired patients, including three products on the market and four products in varying stages of development.

For more information, please visit [www.bioniklabs.com](http://www.bioniklabs.com) and connect with us on Twitter, LinkedIn, and Facebook.

### **Forward-Looking Statements**

Any statements contained in this press release that do not describe historical facts may constitute forward-looking statements. Forward-looking statements, which involve assumptions and describe our future plans, strategies and expectations, are generally identifiable by use of the words “may,” “should,” “would,” “will,” “could,” “scheduled,” “expect,” “anticipate,” “estimate,” “believe,” “intend,” “seek” or “project” or the negative of these words or other variations on these words or comparable terminology. Such forward-looking statements are not meant to predict or guarantee actual results, performance, events or circumstances, and may not be realized because they are based upon the Company's current projections, plans, objectives, beliefs, expectations, estimates and assumptions, and are subject to a number of risks and uncertainties and other influences, many of which the Company has no control. Actual results and the timing of certain events and circumstances may differ materially from those described by the forward-looking statements as a result of these risks and uncertainties. Factors that may influence or contribute to the inaccuracy of the forward-looking statements or cause actual results to differ materially from expected or desired results may include, without limitation, the Company's inability to obtain additional financing, the significant length of time and resources associated with the development of our products and related insufficient cash flows and resulting illiquidity, the Company's inability to expand its business, significant government regulation of medical devices and the healthcare industry, lack of product diversification, volatility in the price of the Company's raw materials and the Company's failure to implement the Company's business plans or strategies. These and other factors are identified and described in more detail in the Company's filings with the SEC. The Company does not undertake to update these forward-looking statements.

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