



December 18, 2012

Jan Bouten  
Partner, Innova Fund II  
20 South Dudley Street, Suite 620  
Memphis, TN 38103

Dear Mr. Bouten:

Pursuant to the Stock Purchase Agreement entered into as of November 21, 2012, by Innova Fund II, a Tennessee Limited Partnership, and certain investors, Innova Fund II has purchased shares in BioNova Medical, Inc. for \$188,822.75.

Thank you,

A handwritten signature in blue ink, appearing to read "Brian Austin", with a long horizontal flourish extending to the right.

Brian Austin, CEO