# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. )

File	ed by the Registrant ⊠
File	ed by a Party other than the Registrant $\square$
Che	eck the appropriate box:
	Preliminary Proxy Statement
	Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
	Definitive Proxy Statement
$\boxtimes$	Definitive Additional Materials
	Soliciting Material Pursuant to § 240.14a-12
	Bionano Genomics, Inc.
	(Name of Registrant as Specified In Its Charter)
_	(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)
Pay ⊠	rment of Filing Fee (Check the appropriate box)  No fee required.
	Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
	Title of each class of securities to which transaction applies:
	Aggregate number of securities to which transaction applies:
	Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):
	Proposed maximum aggregate value of transaction:
	Total fee paid:
	Fee paid previously with preliminary materials.
	Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
	Amount Previously Paid:
	Form, Schedule or Registration Statement No.:
	Filing Party:
	Date Filed:

# \*\*\* Exercise Your Right to Vote \*\*\*

# Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on June 30, 2020.

## **BIONANO GENOMICS, INC.**

## **Meeting Information**

Meeting Type: Annual Meeting For holders as of: May 15, 2020

Date: June 30, 2020 Time: 10:00 AM PDT

Location: Meeting live via the Internet-please visit
www.virtualshareholdermeeting.com/BNGO2020.

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

BIONANO GENOMICS, INC. 9540 TOWNE CENTRE DRIVE SUITE 100 SAN DIEGO, CA 92121

## — Before You Vote —

How to Access the Proxy Materials

### Proxy Materials Available to VIEW or RECEIVE:

NOTICE AND PROXY STATEMENT ANNUAL REPORT

#### **How to View Online:**

### How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

1) BY INTERNET: www.proxyvote.com 2) BY TELEPHONE: 1-800-579-1639

3) BY E-MAIL\*: sendmaterial@proxyvote.com

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow  $\rightarrow \boxed{\times \times \times}$  (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before June 16, 2020 to facilitate timely delivery.

## — How To Vote —

Please Choose One of the Following Voting Methods

**Vote During the Meeting:** The 2020 Annual Meeting of Stockholders of Bionano Genomics, Inc. will be held on Tuesday, June 30, 2020 at 10:00 AM Pacific Time, virtually via the internet at www.virtualshareholdermeeting.com/BNGO2020. Please refer to the meeting materials for additional instructions.

**Vote By Internet:** To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow → XXXX XXXX xXXX available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

#### **Voting Items**

# The Board of Directors recommends you vote FOR the following:

Election of Class II Directors

#### Nominees:

- Albert Luderer Kristiina Vuori Hannah Mamuszka

# The Board of Directors recommends you vote FOR proposals 1 and 2.

- To approve a series of alternate amendments to the Company's Amended and Restated Certificate of Incorporation, to effect, at the discretion of the Company's Board of Directors: (i) a reverse split of the Company's Common stock, whereby each outstanding 10, 11, 12, 13, 14, 15, 16, 17, 18, 19 or 20 shares of common stock would be combined and converted into one share of common stock; and (ii) for reverse splits in the range of 1-for-10 to 1-for-20, a reduction in the number of authorized shares of common stock from 200,000,000 to 40,000,000, 36,363,636, 33,333,334, 30,769,230, 28,571,428, 26,666,667,25,000,000, 23,529,412, 22,222,222,21,052,632 and 20,000,000 shares, respectively.
- To approve an amendment to the Company's 2018 Equity Incentive Plan, or the 2018 Plan, to, among other things, increase the number of shares of common stock authorized for issuance under the 2018 Plan by 4,658,803 shares (before any adjustment for any reverse stock split).

# The Board of Directors recommends you vote FOR proposal 4.

To ratify the selection of BDO USA, LLP by the Audit Committee of the Board of Directors to serve as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2020.

**NOTE:** In his best judgment, the proxy is authorized to vote upon such other business as may properly come before the Annual Meeting. The proxy, when properly executed, will be voted as directed therein. If no direction is made but the card is signed, the proxy will be voted FOR proposals 1 and 2, FOR all nominees in proposal 3 and FOR proposal 4.

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