	Form 5500-SF			Report of Small Emplo	OMB Nos. 1210-0110 1210-0089					
	Internal Revenue Service This form is required to be filed			Plan ctions 104 and 4065 of the Employe	2010					
Department of Labor Retirement Income Security Ad			Act of 1974 (ERISA), and section 6058(a) of the I Revenue Code (the Code).			This Form is Open to Public				
P	Pension Benefit Guaranty Corporation Inspection Inspection									
-	Part I Annual Report Identification Information For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010									
_	calendar plan year 2010 or fisca	single-employer plan			2/31/2					
	This return/report is for:		•	mployer plan (not multiemployer)		one-participant plan				
В	This return/report is for:	first return/report	final return	•						
an amended return/report					,					
	Check box if filing under:	Form 5558		extension		DFVC program				
Do	special extension (enter description)									
	Part II Basic Plan Information—enter all requested information 1a Name of plan 1b Three-digit									
	BION PHARMACEUTICALS 401	(K) PLAN				plan number 001				
						(PN) ►				
					10	Effective date of plan 06/01/2003				
	Plan sponsor's name and addre	ess (employer, if for single-employer	plan)		2b	Employer Identification Number (EIN) 52-2385898				
	4TH AVENUE, SUITE 1050				2c	Plan sponsor's telephone number 206-838-0500				
	TTLE, WA 98121				2d	Business code (see instructions) 541700				
3a TRUE	Plan administrator's name and a	address (if same as Plan sponsor, er 2401 4TH AV	nter "Same	;") JITE 1050	3b	Administrator's EIN 52-2385898				
			3c	C Administrator's telephone number 206-838-0500						
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, en						4b EIN				
name, EIN, and the plan number from the last return/report. Sponsor's name						4c PN				
5a Total number of participants at the beginning of the plan year				-	PN 103					
b Total number of participants at the end of the plan year					5a 5b	6				
C Total number of participants with account balances as of the end of the plan year (defined benefit plan)						6				
-	 6a Were all of the plan's assets during the plan year invested in eligible assets? (See instructions.) b Are you claiming a waiver of the annual examination and report of an independent gualified public accountant (IQPA) 									
	under 29 CFR 2520.104-46? (See instructions on waiver eligibility and conditions.)									
Da	If you answered "No" to either rt III Financial Information	er 6a or 6b, the plan cannot use Fo	orm 5500-	SF and must instead use Form 55	00.					
7	Plan Assets and Liabilities			(a) Beginning of Year		(b) End of Year				
'a	Total plan assets		7a	(a) beginning of real 338657	2	25237				
b	•									
С	Net plan assets (subtract line 7	b from line 7a)	7c	338657	2	25237				
8	Income, Expenses, and Transf	ers for this Plan Year		(a) Amount		(b) Total				
а	Contributions received or received		0-(1)		0					
			8a(1) 8a(2)	64201	9					
(2) Participants				28664						
b	., ,			36403	0					
С	· · · ·	3a(2), 8a(3), and 8b)				1034713				
d	Benefits paid (including direct r	ollovers and insurance premiums	8d	439604	в					
е	1 ,	ve distributions (see instructions)								
f		s (salaries, fees, commissions)								
g	Other expenses		8g							
h	Total expenses (add lines 8d, 8	3e, 8f, and 8g)				4396048				
i	Net income (loss) (subtract line	8h from line 8c)	8i			-3361335				
j	Transfers to (from) the plan (se	e instructions)	8j							

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500-SF.

Part IV **Plan Characteristics**

- If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions: 9a 2E 2K 3D 2F 2G 2J
- **b** If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

Part	V	Compliance Questions						
10	Du	iring the plan year:		Yes	No	A	nount	
а		as there a failure to transmit to the plan any participant contributions within the time period described in 9 CFR 2510.3-102? (See instructions and DOL's Voluntary Fiduciary Correction Program)	ו 10a		x			
b		Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 10a.)			X			
С	W	Was the plan covered by a fidelity bond?		Х				1000000
d	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?				X			
е	ins	Were any fees or commissions paid to any brokers, agents, or other persons by an insurance carrier, insurance service or other organization that provides some or all of the benefits under the plan? (See instructions.)			x			
f	Ha	Has the plan failed to provide any benefit when due under the plan?			Х			
g	Di	Did the plan have any participant loans? (If "Yes," enter amount as of year end.)			Х			
h			10h		x			
i	If 10h was answered "Yes," check the box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3		10i					
Part	VI	Pension Funding Compliance						
11	Is this a defined benefit plan subject to minimum funding requirements? (If "Yes," see instructions and complete Schedule SB (Form 5500))							
12	Is this a defined contribution plan subject to the minimum funding requirements of section 412 of the Code or section 302 of ERISA?							
	(lf	"Yes," complete 12a or 12b, 12c, 12d, and 12e below, as applicable.)						
	a If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions, and enter the date of the letter ruling granting the waiver							
lf y	you	completed line 12a, complete lines 3, 9, and 10 of Schedule MB (Form 5500), and skip to line 13.		—				
b	Enter the minimum required contribution for this plan year				12b			
С	Enter the amount contributed by the employer to the plan for this plan year				12c			
d	Subtract the amount in line 12c from the amount in line 12b. Enter the result (enter a minus sign to the left negative amount)				12d			
е	Will the minimum funding amount reported on line 12d be met by the funding deadline?					Yes	No	N/A
Part	VII	Plan Terminations and Transfers of Assets						
13a	3a Has a resolution to terminate the plan been adopted during the plan year or any prior year?						X Yes	No
	If "Yes," enter the amount of any plan assets that reverted to the employer this year				13a			0
b	Were all the plan assets distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?							
С	lf o	during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify th ich assets or liabilities were transferred. (See instructions.)						
13c(1) Name of plan(s):				13c(2) EIN(s) 13c(3) PN(s)			8) PN(s)	
Caut	ion	A penalty for the late or incomplete filing of this return/report will be assessed unless reasonab	le cau	se is	establi	ished.		

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including, if applicable, a Schedule SB or Schedule MB completed and signed by an enrolled actuary, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN	Filed with authorized/valid electronic signature.	05/27/2011	KATIE CARLSON			
HERE	Signature of plan administrator	Date	Enter name of individual signing as plan administrator			
SIGN	Filed with authorized/valid electronic signature.	05/27/2011	KATIE CARLSON			
HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor			