

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act 1934

Date of Report (date of earliest event reported): January 16, 2013

DELMAR PHARMACEUTICALS, INC.

(Exact name of registrant as specified in charter)

Nevada
(State or other jurisdiction of
incorporation)

000-54801
(Commission File Number)

99-0360497
(IRS Employer Identification No.)

36 Mclean Street, Red Bank, NJ 07701
(Address of principal executive offices)

732-865-4252
(Registrant's Telephone Number)

Berry Only Inc.
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 registrant under any of the following provisions:

- 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
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DelMar Pharmaceuticals, Inc.

Current Report on Form 8-K

Item 3.03 Material Modification to Rights of Security Holders.

On January 17, 2013, DelMar Pharmaceuticals, Inc. (formerly known as Berry Only Inc.) (the “Company”) filed a certificate of designation of Special Voting Preferred Stock (the “Certificate of Designation”) with the Secretary of State of Nevada.

Pursuant to the Certificate of Designation, one share of the Company’s blank check preferred stock was designated as Special Voting Preferred Stock. The Special Voting Preferred Stock votes as a single class with the common stock and is entitled to a number of votes equal to the number of Exchangeable Shares of 0959456 B.C. Ltd. (“Exchangeco”) outstanding as of the applicable record date (i) that are not owned by the Company or its affiliates and (ii) as to which the holder has received voting instructions from the holders of such Exchangeable Shares in accordance with the Voting and Exchange Trust Agreement to be entered into among the Company, Exchangeco and the trustee thereunder (the “Trust Agreement”).

The Special Voting Preferred Stock is not entitled to receive any dividends or to receive any assets of the Company upon any liquidation, and is not convertible into common stock of the Company.

The voting rights of the Special Voting Preferred Stock will terminate pursuant to and in accordance with the Trust Agreement. The Special Voting Preferred Stock will be automatically cancelled at such time as the share of Special Voting Preferred Stock has no votes attached to it.

The Certificate of Designation is attached hereto as Exhibit 3.1(a).

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

See Item 3.03.

The Company filed Articles of Merger with the Secretary of State of Nevada, effective January 21, 2013, pursuant to which the Company’s wholly-owned subsidiary, DelMar Pharmaceuticals, Inc. (formed solely for the purpose of effecting a change in the name of the Company), merged into the Company, and the Company changed its name from Berry Only Inc. to DelMar Pharmaceuticals, Inc. (the “Name Change”). The Board approved the Name Change without any requirement for shareholder action.

The Articles of Merger effecting the Name Change of the Company are attached as Exhibit 3.1(b) to this Current Report.

Item 8.01 Other Events

On January 16, 2013, FINRA announced, on the OTCBB Daily List, a 3.389831-1 stock dividend (“Stock Dividend”) with respect to the outstanding common stock of the Company. The Stock Dividend is being effected by the Company’s transfer agent without any further action on the part of shareholders. No action was required by shareholders with respect to the Stock Dividend.

Item 9.01 Financial Statements and Exhibits

Exhibits required by Item 601 of Regulation S-K:

Exhibit Number	Description of Exhibit
3.1(a)	Certificate of Designation
3.1(b)	Articles of Merger

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 hereunto duly authorized.

DELMAR
PHARMACEUTICALS, INC.

January 23, 2013

By /s/ Lisa Guise
Name: Lisa Guise
Title: President



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4520
 (775) 884-5708
 Website: www.nvsos.gov



150101

Filed in the office of Ross Miller Secretary of State State of Nevada	Document Number 20130028668-36
	Filing Date and Time 01/17/2013 2:45 PM
	Entity Number E0341392009-0

Certificate of Designation
 (PURSUANT TO NRS 78.1955)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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**Certificate of Designation For
 Nevada Profit Corporations
 (Pursuant to NRS 78.1955)**

1. Name of corporation:

Berry Only, Inc.

2. By resolution of the board of directors pursuant to a provision in the articles of incorporation this certificate establishes the following regarding the voting powers, designations, preferences, limitations, restrictions and relative rights of the following class or series of stock.

Berry Only, Inc. (the "Corporation"), a corporation organized and existing under the laws of Nevada, does hereby certify that the following resolution was adopted by the Board of Directors of the Corporation (the "Board"), pursuant to authority conferred upon the Board by the Articles of Incorporation, as amended, of the Corporation:

RESOLVED, that pursuant to the provisions of the Articles of Incorporation of the Corporation, (as such may be amended, modified or restated from time to time, the ("Articles of Incorporation") (which authorizes 5,000,000 shares of Preferred Stock, par value \$0.001 per share (the "Preferred Stock")), and the authority vested in the Board, a series of Preferred Stock be, and it hereby is, created, and that the designation and number of shares of such series, and the voting and other powers, (continues on exhibit A attached hereto)

3. Effective date of filing: (optional) _____

(must not be later than 90 days after the certificate is filed)

4. Signature: (required)

X

 Signature of Officer

Filing Fee: \$175.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State Stock Designation
 Revised: 3-6-09

CERTIFICATE OF DESIGNATIONS
OF
THE SPECIAL VOTING PREFERRED STOCK
OF
BERRY ONLY, INC.

(continued from prior page)

preferences and relative, participating, optional or other rights, and the qualifications, limitations and restrictions thereof are as set forth in the Amended and restated Certificate of Incorporation and this Certificate of Designations, as it may be amended from time to time (the "Certificate of Designations") as follows:

Section 1. Designation, Amount and Par Value. The series of Preferred Stock shall be designated as The Special Voting Preferred Stock and the number of shares so designated shall be one (1). The share of The Special Voting Preferred Stock shall have a par value of \$0.001 per share.

Section 2. Dividends. The holder of record of the share of The Special Voting Preferred Stock shall not be entitled to receive any dividends declared and paid by the Company.

Section 3. Voting Rights.

(a) The holder of record of the share of The Special Voting Preferred Stock, except as otherwise required under applicable law or as set forth in subparagraph (b) below, shall not be entitled to vote on any matter required or permitted to be voted upon by the stockholders of the Company.

(b) With respect to all meetings of the stockholders of the Company at which the holders of the Company's common stock, par value \$0.001 per share, are entitled to vote (each, a "Stockholder Meeting") and with respect to any written consents sought by the Company from the holders of such common stock (each, a "Stockholder Consent"), the holder of the share of The Special Voting Preferred Stock shall vote together with the holders of such common stock as a single class (except as otherwise required under applicable law), and the holder of the share of The Special Voting Preferred Stock shall be entitled to cast on such matter a number of votes equal to the number of Exchangeable Shares (the "Exchangeable Shares") of 0959456 B.C. Ltd. ("Exchangeco"), outstanding as of the record date for determining stockholders entitled to vote at such

Stockholder Meeting or in connection with the applicable Stockholder Consent (i) that are not owned by the Company or its affiliates and (ii) as to which the holder of the share of The Special Voting Preferred Stock has received voting instructions from the holders of such Exchangeable Shares in accordance with the Voting and Exchange Trust Agreement (the "Trust Agreement") to be entered into among the Company, Exchangeco and the trustee thereunder (the "Trustee").

Section 4. Liquidation. Upon any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, the holder of record of the share of The Special Voting Preferred Stock shall not be entitled to receive any assets of the Company available for distribution to its stockholders.

Section 5. Other Provisions.

(a) The holder of record of the share of The Special Voting Preferred Stock shall not have any rights hereunder to convert such share into, or exchange such share for, shares of any of the series or class of capital stock of the Company.

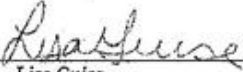
(b) The Trustee shall exercise the voting rights attached to the share of The Special Voting Preferred Stock pursuant to and in accordance with the Trust Agreement. The voting rights attached to the share of The Special Voting Preferred Stock shall terminate pursuant to and in accordance with the Trust Agreement.

(c) At such time as the share of The Special Voting Preferred Stock has no votes attached to it, The Special Voting Preferred Stock shall be automatically cancelled.

[this space left blank intentionally-signature page follows]

IN WITNESS WHEREOF, the Company has caused this Certificate of Designations to be signed by Lisa Guise, its President and Chief Executive Officer, this 16th day of January 2013.

BERRY ONLY, INC.

By: 
Lisa Guise
President and Chief Executive
Officer



140103



ROSS MILLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4520
(775) 684-5708
Website: www.nvsos.gov

Filed in the office of Ross Miller Secretary of State State of Nevada	Document Number 20130020363-90 Filing Date and Time 01/11/2013 1:47 PM Entity Number E0341392009-0
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Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 1

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Articles of Merger
(Pursuant to NRS Chapter 92A)

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200):

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article one.

DelMar Pharmaceuticals, Inc.

Name of merging entity

Nevada

Jurisdiction

corporation

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

and,

Berry Only Inc.

Name of surviving entity

Nevada

Jurisdiction

corporation

Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00

This form must be accompanied by appropriate fees.



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 2

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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn:

c/o:

3) Choose one:

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

4) Owner's approval (NRS 92A.200) (options a, b or c must be used, as applicable, for each entity):

- If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from the appropriate section of article four.

(a) Owner's approval was not required from

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or,

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 2
 Revised: 8-31-11



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 3

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(b) The plan was approved by the required consent of the owners of *:

DelMar Pharmaceuticals, Inc.
Name of merging entity, if applicable
Name of merging entity, if applicable
Name of merging entity, if applicable
Name of merging entity, if applicable
and, or,
Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

This form must be accompanied by appropriate fees.



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Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 4

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

and, or,

Name of **surviving** entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 4
Revised: 8-31-11



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Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

Article 1: Name of Corporation:
DelMar Pharmaceuticals, Inc.

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date:

Time:

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 5
Revised: 8-31-11



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 6

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8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)*

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article eight.

<u>DeMar Pharmaceuticals, Inc.</u>			
Name of merging entity			
X	<u>Lisa Guse</u>	President	<u>01/11/13</u>
Signature		Title	Date
Name of merging entity			
X			
Signature		Title	Date
Name of merging entity			
X			
Signature		Title	Date
Name of merging entity			
X			
Signature		Title	Date
and,			
<u>Berry Only Inc.</u>			
Name of surviving entity			
X	<u>Lisa Guse</u>	President	<u>01/11/13</u>
Signature		Title	Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

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