

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

**PORTAGE BIOTECH INC.**  
**(f/k/a Bontan Corporation Inc.)**  
(Name of Issuer)

Common Shares without par value  
(Title of Class of Securities)

G7185A102  
(CUSIP Number)

April 25, 2013  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this  
Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

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\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

1.	Names of Reporting Persons	1313366 Ontario Inc.
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) (b)	
3.	SEC Use Only	
4.	Citizenship or Place of Organization	Ontario, Canada
	5. Sole Voting Power	4,000,000
Number of Shares Beneficially Owned by Each Reporting Person with:	6. Shared Voting Power	0
	7. Sole Dispositive Power	4,000,000
	8. Shared Dispositive Power	0
	9. Aggregate Amount Beneficially Owned by each Reporting Person	4,000,000
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	
11.	Percent of Class Represented by Amount in Row (9)	2.2%
12.	Type of Reporting Person (See Instructions)	CO

**Item 1(a). Name of Issuer:**

Portage Biotech Inc. (f/k/a Bontan Corporation Inc.)

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**Item 1(b). Address of Issuer's Principal Executive Offices:**

47 Avenue Road  
Suite 200  
Toronto, Ontario, Canada M5R 2G3

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**Item 2(a). Name of Person Filing:**

1313366 Ontario Inc.

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**Item 2(b). Address of Principal Business Office, or if none, Residence:**

The address of the principal business office of 1313366 Ontario Inc. is 55 Burbank Drive, Thornhill, Ontario, Canada L4J 7T9.

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**Item 2(c). Citizenship:**

1313366 Ontario Inc. is a corporation organized under the laws of Ontario, Canada.

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**Item 2(d). Title of Class of Securities:**

Common shares without par value

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**Item 2(e). CUSIP Number:**

G7185A102

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**Item 3. If this statement is filed pursuant to Rule 13d-1(b) or Rule 13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under section 15 of the Act.
- (b)  Bank as defined in section 3(a)(6) of the Act.
- (c)  Insurance company as defined in section 3(a)(19) of the Act.
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940.
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940;
- (j)  A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

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**Item 4. Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

As of the date of this filing, 1313366 Ontario Inc. is deemed to beneficially own an aggregate of 4,000,000 Common Shares of the Issuer (the "Shares"), consisting of 4,000,000 shares that are issuable upon the exercise of warrants held by 1313366 Ontario Inc.

(b) Percent of class:

The Shares represent approximately 2.2% of the Issuer's Common Shares, based on 176,275,790 Common Shares outstanding at September 30, 2013, as reported in the Issuer's report on Form 6-K filed on November 26, 2013.

(c) Number of shares as to which such person has:

- (i) Sole power to vote or to direct the vote: 4,000,000
- (ii) Shared power to vote or to direct the vote: 0
- (iii) Sole power to dispose or to direct the disposition of: 4,000,000
- (iv) Shared power to dispose or to direct the disposition of: 0

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**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof, the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

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**Item 6. Ownership of More Than Five Percent on Behalf of Another Person.**

Not Applicable

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**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

Not Applicable

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**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

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**Item 9. Notice of Dissolution of Group.**

Not Applicable

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**Item 10. Certifications.**

(a) Not applicable

(b) Not applicable

(c) By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 29, 2014

1313366 ONTARIO INC.

By: /s/ Jeffery Kopman  
Name: Jeffery Kopman  
Title: President

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties for whom copies are to be sent.

Attention: Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).