



ASX Release Stock Code: PRR

SALE OF UNMARKETABLE PARCELS OF SHARES

21 July 2008

Dear Shareholder

Notice of Intention to sell shareholding that is less than a marketable parcel of shares

This Notice is provided to members of Prima Biomed Ltd (**Company**) who hold shares that are less than a marketable parcel. Our records show that you have a holding of the Company's shares that is equal to or less than 45,454 shares, equating to a market value of less than \$500 as at 5.00pm (WST) on 16 July 2008. This is less than a marketable parcel, defined in the ASX Limited (**ASX**) Business Rules as a parcel of securities with a market value of less than \$500.

The cost to the Company in administering small shareholdings and in providing annual reports, notices of meetings and other information to its shareholders is considerable. In many cases these expenses are often greater than the value of the underlying shares.

In order to reduce these costs, the Company hereby gives notice in accordance with clause 11 of its Constitution that, if your shareholding in the Company has a market value less than \$500 at the close of trading of the ASX as at 5.00pm (WST) on 5 September 2008, your shares will be sold under an Unmarketable Parcel Sale Facility (**Facility**) being implemented by the Company without further notice to you.

If you do not wish to have your shareholding sold in accordance with the above procedure, you need to sign and return a Notice of Retention of Shares prior to 5.00pm (WST) on 5 September 2008. However, your shares will not be sold if your holding becomes a marketable parcel before 5.00pm (WST) on 5 September 2008.

A Notice of Retention of Shares is attached and can be signed and returned to the Company by 5pm (WST) on 5 September 2008. You should send your Notice of Retention of Shares to the Company's share registry at:

Postal Address:

Hand Delivery:

Security Transfer Registrars Pty Ltd
PO BOX 535
APPLECROSS WA 6953

Security Transfer Registrars Pty Ltd
770 Canning Highway
APPLECROSS WA 6153

The Company will bear the brokerage and handling costs associated with sales of shares under the Facility, however you will bear any tax on income or capital gains on the sale of your shares.

Tolhurst Ltd ABN 52 003 237 536 (**Broker**) will act as an execution-only broker on behalf of shareholders to effect any sales under the Facility. The sale of shares is expected to take place as soon as practicable, and in any event, within 14 days after 5 September 2008. The Broker will effect sales by placing one or more orders to sell shares on ASX in the ordinary course of business (including, in the Broker's sole discretion, by crossings).

The price you will receive for each of your shares sold under the Facility will be equal to the volume weighted average price for all shares sold under the Facility. That price will be calculated by the Broker and may not be challenged in the absence of manifest error. Your sale proceeds will be sent to you by 13 October 2008 and will be paid in accordance with your existing payment instructions provided to the Company in respect of your shareholding.

If your shares are in a CHESS holding and remain in a CHESS holding as at 5.00pm on 5 September 2008 and are to be sold under the Facility, you should note that the Company may, without further notice to you, sell the relevant shares while they remain in your CHESS holding, and may initiate a holding adjustment to move those shares to an issuer sponsored holding or a certificated holding for the purposes of that sale.

In the period from 17 June 2008 to 16 July 2008, the Company's shares have traded on ASX in the range of \$0.009 to \$0.014, with the closing price on 16 July 2008 being \$0.011. You should be aware that the price for the Company's shares that are sold under the Facility will depend on a number of factors, including prevailing market conditions, and

you will not have control over the time at which your shares are sold. You should also note that that price at which the Company's shares will be sold under the Facility is not fixed and is not underwritten. The price you receive for your shares under the Facility may be less than the market price of the Company's shares at any given time, or the price quoted by ASX on any day, and may not be the best execution price on the trading day or trading days that your shares are sold. However, the Broker must sell the Company's shares under the Facility at the best price reasonably obtainable for those shares at the time of the relevant sale.

Please note that this Facility will lapse should a takeover offer be made for the Company's shares before sales under the Facility are completed.

If you wish to retain your unmarketable parcel of shares, please complete and sign the attached Notice of Retention of Shares and forward it to the Company's share registry at the address shown by 5.00pm (WST) on 5 September 2008.

If you have any questions, please contact Martin Rogers on (02) 9225 4020.

Yours sincerely

A handwritten signature in black ink, appearing to read 'RA' followed by a long horizontal stroke that curves slightly upwards at the end.

Robert Kleine
Company Secretary
Monday 21 July 2008

PRIMA BIOMED LIMITED

ABN 90 009 237 889

NOTICE OF RETENTION OF SHARES

Date: 21 July 2008

«Holder_Name»
«Address_Line_1»
«Address_Line_2»
«Address_Line_3»
«Address_Line_4»
«Address_Line_5»

HIN/SRN: «TY»«Holder_No»
Unmarketable Holding: «Shares»

The Directors

I/we wish to retain my/our shareholding in the Company and hereby advise the Company that the provisions of Clause 11 of the Constitution are not to apply to my/our shares.

Signatures(s)

Individual/Security holder 1

Sole Director & Sole Company Secretary

Security holder 2

Director/Company Secretary

Security holder 3

Director

Dated:/...../

Daytime Telephone Number

PLEASE RETURN THIS NOTICE TO THE COMPANY'S SHARE REGISTRY:

SECURITY TRANSFER REGISTRARS PTY LTD

Delivery:

Post:

770 Canning Highway

PO BOX 535

Facsimile: (08) 9315 2233

APPLECROSS WA 6153

APPLECROSS WA 6953 Telephone: (08) 9315 2333

Notes:

1. For full details, please read the attached Notice of Intention to sell shareholding that is less than a marketable parcel of shares.
2. If you wish to retain your shareholding in the Company, please sign this notice in the space provided and return it to the Company's share registry **by 5:00pm WST 5 September 2008.**
3. Notice in respect of a corporation must be executed in accordance with the constitution of that corporation.
4. Notices signed under power of attorney or by the executor of an estate must be accompanied by a copy of that power or letters of administration, as the case may be, unless previously lodged for noting.
5. In the case of holdings held by two or more persons, all holders must sign.
6. Please provide your daytime telephone number so we can contact you if there are any problems with your Notice of Retention.

**THIS NOTICE OF RETENTION MUST BE RECEIVED BY THE COMPANY'S SHARE REGISTRY
BY NO LATER THAN 5.00PM WST ON 5 September 2008**