

14 November 2014

The Manager  
Australian Stock Exchange  
Company Announcements Office  
Level 4, Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam,

**Re: Results of 2014 Annual General Meeting**

**Resolution 1:**

“That, for the purposes of section 250R(2) of the Corporations Act 2001 (Cth) (Corporations Act) and for all other purposes, the 2014 Remuneration Report as published in the Directors’ Report of the Annual Financial Report of the Company for the year ended 30 June 2014 be adopted.”

This resolution was passed unanimously by a show of hands.

**Resolution 2a:**

“That, Pete Meyers, a director of the Company, who was appointed by the Board retires in accordance with the Company’s Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.”

This resolution was passed unanimously by a show of hands.

**Resolution 2b:**

“That, Marc Voigt, a director of the Company, who was appointed by the Board retires in accordance with the Company’s Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.”

This resolution was passed unanimously by a show of hands.

**Resolution 3:**

"That, Albert Wong, a director of the Company, who retires in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company."

This resolution was passed unanimously by a show of hands.

**Resolution 4:**

"That, subject to an affirmative vote in respect of Resolution 2, for the purposes of Listing Rule 10.11 and Part 2E of the Corporations Act and for all other purposes, the Company approves and authorises the issue of 7,720,588 Performance Rights to subscribe for 7,720,588 fully paid ordinary shares in the Company to Mr Pete Meyers and/or his nominee within 1 month after the date of the Annual General Meeting, on the terms and conditions set out in the Explanatory Notes accompanying this notice. The Director Performance Rights are proposed to be issued to Mr Pete Meyers as remuneration for his services as director of the Company in lieu of cash remuneration for Director's fees. "

This resolution was passed unanimously by a show of hands.

**Resolution 5:**

"That, subject to an affirmative vote in respect of Resolution 2(b):

- (i) for the purposes of Listing Rule 10.14 and Part 2E of the Corporations Act and for all other purposes, the Company approves and authorises the issue of 16,323,529 Performance Rights to subscribe for 16,323,529 fully paid ordinary shares in the Company to Mr Marc Voigt and/or his nominee within 1 month after the date of the Annual General Meeting, on the terms and conditions set out in the Explanatory Notes accompanying this notice; and
- (ii) for the purposes of section 200E of the Corporations Act, approval be given in specified circumstances for the pro-rata vesting of the Performance Rights granted to Mr Voigt in the event of cessation of his employment as described in the Explanatory Memorandum."

This resolution was passed unanimously by a show of hands.

**Resolution 6:**

"That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, the Company approves the issue of a maximum of 900,000,000 Shares to Board approved sophisticated and professional investors, at an issue price (or total consideration value) equal to or greater than 80% of the average five daily volume weighted average prices (VWAP's) of the Company's ordinary shares quoted on

ASX immediately prior to the date of issuance of the Shares, as further described in the Explanatory Notes".

This resolution was passed unanimously by a show of hands.

**Resolution 7:**

"That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, the Company ratifies the previous issue of securities to Bergen Global Opportunity Fund, LP and/or its nominee(s) under the Share Purchase Agreement and Convertible Security Agreement dated 2<sup>nd</sup> October 2014, namely 29,592,588 Shares plus the first tranche of Shares to be issued in respect of the prepayment of USD400,000, 19,800,000 Options and the Convertible Security, on the terms and conditions set out in the Explanatory Notes."

This resolution was passed unanimously by a show of hands.

**Resolution 8:**

"That, pursuant to and in accordance with Listing Rule 7.1 and for all other purposes, the Company approves and authorises the issue of further Shares to Bergen Global Opportunity Fund, LP and/or its nominee(s) under the Agreement, on the terms and conditions set out in the Explanatory Notes."

This resolution was passed unanimously by a show of hands.

**Resolution 9:**

"That, for the purpose of ASX Listing Rule 7.1A and for all other purposes, the issue of Equity Securities totalling up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Notes accompanying this Notice be approved."

This resolution was passed unanimously by a show of hands.

In accordance with Section 251AA of the Corporations Act, the following information is provided to the Australian Stock Exchange Limited for the proxy votes received for each resolution passed by members of Prima BioMed Ltd at the Annual General Meeting held on 14 November 2014:

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes in respect of which appointment specifies			
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION
1. Non-binding resolution to adopt Remuneration Report	S	98,817,793	89,314,089	9,383,704	2,819,759	120,000
2(a). Re-election of Director - Mr Pete Meyers	S	117,480,262	93,822,060	5,559,508	1,841,866	18,098,694
2(b). Re-election of Director - Mr Marc Voigt	S	117,783,000	94,942,328	5,298,508	1,539,128	17,542,164
3. Re-election of Director - Mr Albert Wong	S	117,783,000	92,756,813	6,927,523	1,539,128	18,098,664
4. Grant of Director Performance Rights to Mr Pete Meyers	S	117,307,946	79,040,546	20,319,278	2,014,182	17,948,122
5. Grant of Director Performance Rights to Mr Marc Voigt	S	99,646,017	67,553,834	14,879,758	1,991,535	17,212,425
6. Issue of up to 900,000,000 Securities	S	117,651,873	80,171,062	19,830,979	1,670,255	17,649,832
7. Ratification of Issue of Securities to Bergen Global Opportunity Fund, LP	S	90,354,791	64,671,569	7,694,422	3,698,040	17,988,800
8. Approval of Issue of Shares to Bergen Global Opportunity Fund, LP	S	90,250,791	63,435,189	9,083,567	29,071,337	17,732,035
9. Approval for additional capacity to issue shares under ASX Listing Rule 7.1A	S	116,169,259	78,953,844	18,744,380	3,152,869	18,471,035

Yours faithfully,  
Prima BioMed Ltd



Deanne Miller  
Company Secretary