

**IN THE MATTER OF THE
COMPANIES ACT 1981
(Act)
and
IN THE MATTER OF
IMMUNOCELLULAR
BERMUDA LTD.
(Company)**

NOTICE IS HEREBY GIVEN
that it is proposed that the above
named Company, being an exempted
company, intends to merge with and
into ImmunoCellular Therapeutics
Ltd., a foreign corporation, with
ImmunoCellular Therapeutics Ltd.
surviving and continuing in Delaware,
as a foreign corporation pursuant to
section 104B of the Act.

BY ORDER OF THE BOARD

Appleby (Bermuda) Limited
Attorneys to the Company