



Company Announcement

Monday 7th May 2007
Melbourne, Australia

Appendix 3B – Application for Quotation of Additional Securities Notice under S.708A (5)(e) of the *Corporations Act 2001*

Attached are the following documents:

- Appendix 3B – Application for Quotation of Additional Securities
- Notice under s.708A (5)(e) of the *Corporations Act 2001*

The aforementioned documents relate to the recent announcement of the successful capital raising via a Private Placement to Australian and European institutional investors (24,324,054 shares) as well as an exercise of options (125,000 shares).

About Clinuvel Pharmaceuticals Limited

Clinuvel Pharmaceuticals Limited (ASX:CUV, XETRA/DAX:UR9, ADR:CUVLY) is an Australian biopharmaceutical company developing its photo-protective drug CUV1647 as a preventative treatment for a range of UV-related skin disorders as well as oncology related treatments.

The five indications are:

Indication	Description	Clinical Trial Status
Polymorphic Light Eruption (PLE / PMLE)	Sun poisoning	Phase III trials approved to start 2007
Erythropoietic Protoporphyrria (EPP)	Absolute sun intolerance	Phase III trials approved to start 2007
Squamous Cell Carcinoma (SCC) and Actinic Keratosis (AK) in organ transplant patients	Non-melanoma skin cancers / precursor to skin cancers	Phase II trials planned to begin 2007
Solar Urticaria (SU)	Acute anaphylactic reaction to sun	Phase II trials planned to begin 2007
Phototoxicity associated with Photodynamic Therapy (PDT)	Photo-sensitivity associated with cancer treatment	Phase II trials planned to begin 2007

Phase I and II human clinical trials using CUV1647 have demonstrated that the drug is well tolerated and no significant safety concerns have been identified to date.

Following successful conclusion of the development program, Clinuvel will work closely with global regulators to facilitate marketing approval of CUV1647.

-END-

Nature has provided the Australian Frill Neck Lizard with the ultimate protection from the sun and UV allowing him to flourish in the most arid landscape on earth

For more information contact:

**Davina Gunn / Kate Liscombe
Investor Relations
Clinuvel Pharmaceuticals Limited
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investorrelations@clinuvel.com**

Clinuvel is an Australian biopharmaceutical company focussed on developing its leading drug candidate, CUV1647, for a range of UV-related skin disorders resulting from exposure of the skin to harmful UV radiation. Pharmaceutical research and development involves long lead times and significant risks. Therefore, while all reasonable efforts have been made by Clinuvel to ensure that there is a reasonable basis for all statements made in this document that relate to prospective events or developments (forward-looking statements), investors should note the following:

- actual results may and often will differ materially from these forward-looking statements;
- no assurances can be given by Clinuvel that any stated objectives, outcomes or timeframes in respect of its development programme for CUV1647 can or will be achieved;
- no assurances can be given by Clinuvel that, even if its development programme for CUV1647 is successful, it will obtain regulatory approval for its pharmaceutical products or that such products, if approved for use, will be successful in the market place

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Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

CLINUVEL PHARMACEUTICALS LIMITED

ABN

88 089 644 119

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|--|
| 1 | +Class of +securities issued or to be issued | Ordinary Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 24,449,054 Ordinary Shares – new allotment |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | (a) 24,324,054 Ordinary shares that rank equally with existing ordinary shares
(b) Exercise of 125,000 unquoted options at \$0.655 each |

+ See chapter 19 for defined terms.

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New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Ordinary shares – yes</p>				
<p>5 Issue price or consideration</p>	<p>(a) 24,324,054 ordinary shares : Issue Price \$1.07 (Total \$26,026,737)</p> <p>(b) 125,000 exercised options :Issue Price \$0.655 (Total \$81,875)</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(a) share placement to fund ongoing clinical research and development activities</p> <p>(b) Exercise of 125,000 unquoted incentive options</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>7 May 2007</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="686 1590 989 1635">Number</th> <th data-bbox="989 1590 1283 1635">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="686 1635 989 1865">301,658,673</td> <td data-bbox="989 1635 1283 1865">Ordinary</td> </tr> </tbody> </table>	Number	+Class	301,658,673	Ordinary
Number	+Class				
301,658,673	Ordinary				

+ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	5,761,660	EPTAI (Unlisted Incentive options)
	6,667,362	EPTAK (Unlisted Options Expiring 13 Aug 2007 Ex \$1.03)
	2,600,000	EPTAM (Unlisted Options Expiring 17 Dec 2007 Ex \$1.08)
	20,010,000	CUVAI (Unlisted Incentive Options Expiring 9 February 2012 Ex \$0.86)
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	No change, with ordinary shares ranking equally with existing ordinary shares	

Part 2 - Bonus issue or pro rata issue

11 Is security holder approval required?	
12 Is the issue renounceable or non-renounceable?	
13 Ratio in which the +securities will be offered	
14 +Class of +securities to which the offer relates	
15 +Record date to determine entitlements	
16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17 Policy for deciding entitlements in relation to fractions	

+ See chapter 19 for defined terms.

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New issue announcement

- 18 Names of countries in which the entity has +security holders who will not be sent new issue documents
Note: Security holders must be told how their entitlements are to be dealt with.
Cross reference: rule 7.7.
- 19 Closing date for receipt of acceptances or renunciations
- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission
- 22 Names of any brokers to the issue
- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a

+ See chapter 19 for defined terms.

	broker?	<input style="width: 95%; height: 15px;" type="text"/>
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	<input style="width: 95%; height: 40px;" type="text"/>
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	<input style="width: 95%; height: 40px;" type="text"/>
33	+Despatch date	<input style="width: 95%; height: 40px;" type="text"/>

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(*tick one*)
- (a) Securities described in Part 1
- (b) All other securities
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 A copy of any trust deed for the additional +securities

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Entities that have ticked box 34(b)

38 Number of securities for which
 +quotation is sought

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39 Class of +securities for which
 quotation is sought

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40 Do the +securities rank equally in all
 respects from the date of allotment
 with an existing +class of quoted
 +securities?

If the additional securities do not
 rank equally, please state:

- the date from which they do
- the extent to which they
 participate for the next dividend,
 (in the case of a trust,
 distribution) or interest payment
- the extent to which they do not
 rank equally, other than in
 relation to the next dividend,
 distribution or interest payment

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41 Reason for request for quotation
 now

Example: In the case of restricted securities, end of
 restriction period

(if issued upon conversion of
 another security, clearly identify that
 other security)

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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

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Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



(~~Director~~/Company Secretary)

Date: 7 May 2007

Print name: DARREN KEAMY

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+ See chapter 19 for defined terms.

For release to the market

Notice under section 708A(5)(e) of the *Corporations Act 2001 (Cth)*

Issuer: **Clinuvel Pharmaceuticals Limited ABN 88 089 644 119**

Details of the issue or offer of securities

Class of securities	Ordinary shares
ASX Code of the securities	CUV
Date of the issue of the securities	7 May 2007
Total number of securities issued	24,449,054

Notice

1. Clinuvel Pharmaceuticals Limited gives ASX (as the relevant market operator) notice relating to the issue of securities identified above.
2. This notice is given under paragraph (5)(e) of section 708A of the *Corporations Act 2001 (Cth)*.
3. Clinuvel Pharmaceuticals Limited issued the securities identified above without disclosure to investors under Part 6D.2 of the *Corporations Act 2001 (Cth)*.
4. As at the date of this notice, Clinuvel Pharmaceuticals Limited has complied with:
 - (a) the provisions of Chapter 2M of the *Corporations Act 2001 (Cth)* as they apply to it; and
 - (b) section 674 of the *Corporations Act 2001 (Cth)*.
5. There is no excluded information (as defined in section 708A(7) of the *Corporations Act 2001 (Cth)*) as at the date of this notice.

Signed for and on behalf of Clinuvel Pharmaceuticals Limited:



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Darren Keamy
Company Secretary
Clinuvel Pharmaceuticals Limited

Date: 7 May 2007