
Corporate Headquarters

Level 38
55 Collins Street
Melbourne, Victoria 3000
AUSTRALIA

T +61 3 9639 6036
F +61 3 9639 6030

United States Operations

505 Fifth Avenue
Third Floor
New York, NY 10017
USA

T +1 212 880 2060
F +1 212 880 2061

Asia

20 Biopolis Way
#05-01 Centros
Biopreneur 3
SINGAPORE 138668

T +65 6570 0635
F +65 6570 0176

22 October 2015

Mesoblast Limited (MSB)
Results of Annual General Meeting Held 22 October 2015

info@mesoblast.com
www.mesoblast.com

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001, we advise details of the resolutions and the proxies received in respect of each resolution as per the attached report.

Yours faithfully



Charlie Harrison
Company Secretary



MESOBLAST LIMITED

**RESULT OF GENERAL MEETING
(ASX REPORT)**

ANNUAL GENERAL MEETING
Thursday, 22 October, 2015

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
2A RE-ELECTION OF MR MICHAEL SPOONER AS A DIRECTOR	227,766,758	6,763,794	400,040	46,045	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
2B RE-ELECTION OF MR BRIAN JAMIESON AS A DIRECTOR	229,525,177	5,187,103	218,312	46,045	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3 ADOPTION OF THE REMUNERATION REPORT (ADVISORY ONLY)	163,834,668	1,848,626	219,189	84,881	164,709,766	1,908,568	84,881
4 SUBSEQUENT APPROVAL OF ISSUE OF SHARES	233,623,985	1,026,223	235,984	90,445	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
5 RENEWAL OF PROPORTIONAL TAKEOVER APPROVAL PROVISIONS IN THE CONSTITUTION	234,470,187	27,314	394,402	84,734	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item