

28 October 2005

Manager of Company Announcements
Australian Stock Exchange
Exchange Centre
Level 3
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam,

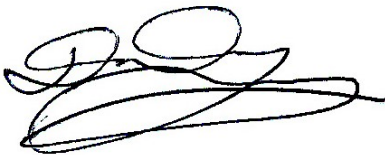
**General Meeting of Pharmaxis Ltd (“Company”)
Outcome of Resolution**

In accordance with ASX Listing Rule 3.13.2, the Company advises the outcome in respect of the following resolution put to the general meeting of the Company held at 10:30am on 28 October 2005.

Item 1: That approval be given in accordance with ASX Listing Rule 7.1 for the issue and allotment of 42.7 million fully paid ordinary shares in the capital of the Company in the Global Capital Raising, as detailed in the explanatory statement.

The resolution was passed as an ordinary resolution unanimously on a show of hands.

Sincerely,



David McGarvey
Company Secretary