pharmaxis

15 November 2005

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

Dear Sir/Madam,

Annual General Meeting of Pharmaxis Ltd ("Company")
Outcome of Resolutions

In accordance with ASX Listing Rule 3.13.2, the Company advises the outcomes in respect of the resolutions put to the annual general meeting of the Company held at 2:30 pm on 15 November 2005.

Items 2 to 4 relating to the reappointment of Dr Carrie Hillyard, Mr Charles Kiefel and Mr Malcolm McComas as directors of the Company were passed as ordinary resolutions unanimously on a show of hands.

Items 5 to 9 relating to the grant of options to Dr Brett Charlton, Mr Denis Hanley, Mr Charles Kiefel and Mr Malcolm McComas were passed as ordinary resolutions unanimously on a show of hands.

Item 10 relating to the approval of the remunueration report was passed as an ordinary resolution unanimously on a show of hands.

Enclosed with this letter are details of the proxies received in connection with the annual general meeting.

Sincerely,

David McGarvey
Company Secretary

2   That Dr Carie Hillyard be re-elected as a director of the Company

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Chairman's discretion	Proxy's discretion
46,678,148	21,000	10,000	1,764,464	48,664

The motion was carried on a show of hands as an ordinary resolution.

3   That Mr Charles Kiefel be re-elected as a director of the Company

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion	Proxy's discretion
45,995,434	701,714	12,000	1,764,464	48,664

The motion was carried on a show of hands as an ordinary resolution.

4   That Mr Malcolm McComas be re-elected as a director of the Company

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion	Proxy's discretion
45,995,434	700,714	13,000	1,764,464	48,664

The motion was carried on a show of hands as an ordinary resolution.

5   Grant of options to Dr Brett Charlton

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion	Proxy's discretion
44,236,659	665,230	1,801,590	1,334,704	48,664

The motion was carried on a show of hands as an ordinary resolution.

6   Grant of options to Mr Denis Hanley

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion	Proxy's discretion
44,115,599	2,436,386	62,834	1,334,704	48,664

The motion was carried on a show of hands as an ordinary resolution.

7   Grant of options to Mr Charles Kiefel

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion	Proxy's discretion
43,508,935	3,043,050	62,834	1,334,704	48,664

The motion was carried on a show of hands as an ordinary resolution.

8   Grant of optins to Mr Malcolm McComas

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Chairman's discretion	Proxy's discretion
43,382,269	3,043,050	189,500	1,334,704	48,664

The motion was carried on a show of hands as an ordinary resolution.

9   Grant of options to Dr Alan Robertson

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion	Proxy's discretion
44,121,269	679,960	1,813,590	1,334,704	48,664

The motion was carried on a show of hands as an ordinary resolution.

10   Approve the remuneration report

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion	Proxy's discretion
44,291,596	259,034	2,026,858	1,896,124	48,664

The motion was carried on a show of hands as an ordinary resolution.