

22 October 2009

Manager of Company Announcements  
Australian Stock Exchange  
Exchange Centre  
Level 3  
20 Bridge Street  
Sydney 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 21 October 2009.

Item 2 relating to the approval of the remuneration report was passed as an ordinary resolution on a show of hands.

Items 3 relating to the reappointment of Mr Richard van den Broek as a director of the Company was passed as an ordinary resolution on a show of hands.

Item 4 relating to the grant of options to the chief executive officer Dr Robertson was passed as an ordinary resolution on a show of hands.

Item 5 relating to the issue of restricted ordinary shares to a non executive director Mr Richard van den Broek was passed as an ordinary resolution on a show of hands.

Item 6 relating to the approval of the June 2009 placement shares was passed as an ordinary resolution on a show of hands.

Item 7 relating to the renewal of the proportional takeover provision in the constitution of the Company was passed as a special resolution 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) **Adopt remuneration report for year ended 30/06/09**

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

For	Against	Abstain	Proxy's discretion
116,450,079	6,074,207	1,289,089	984,167

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

3) **Re-elect Mr Richard van den Broek as a Director**

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

For	Against	Abstain	Proxy's discretion
122,395,671	190,235	1,222,469	989,167

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

4) **Grant of Employee Options to Dr Alan Robertson**

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

For	Against	Abstain	Proxy's discretion
96,829,433	24,636,449	1,337,030	560,248

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

5) **Issue of Restricted Shares to Mr R van den Broek**

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

For	Against	Abstain	Proxy's discretion
117,287,194	4,174,927	1,340,791	560,248

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

6) **Approve Issue of June 2009 Placement Shares**

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

For	Against	Abstain	Proxy's discretion
16,643,949	201,115	365,469	943,721

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

7) **Renewal of Proportional Takeover Provision**

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

For	Against	Abstain	Proxy's discretion
122,483,133	66,280	1,281,908	966,221

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